

HARPERS FERRY COOKING CLUB

ANNUAL MEETING AGENDA- OCT. 28, 2026, 6:00 pm

1. Call to order
2. Approval of Minutes from the October 29, 2025 Annual Meeting (attached)
3. Treasurer's Report (to be provided separately)
4. Election of Officers/Board of Governors¹
 - a. Your officers recommend the following slate:

President – Donn Marshall

Vice-President – To be nominated

Secretary – Chazz Printz

Treasurer – Tom Maiden

Vintner – Bill Howard

Other Board Members – Will Lorensen (ex officio), others to be nominated
5. Old Business
6. New Business
 - a. Ladies Night (December 13, John Gilstrap and Tom Maiden - host cooks)
 - b. Cooking schedule for 2027 (to be provided separately)
7. Adjourn

¹ See Article VIII.C.2. The Board of Governors includes: the President, the Vice-President, the Secretary, the Treasurer, the Vintner; not less than three other Regular Members; and ex-officio, the Past President.

HARPERS FERRY COOKING CLUB

MINUTES OF ANNUAL BUSINESS MEETING – OCTOBER 29, 2025

The annual business meeting of the HFCC was held on October 29, 2025, at the Trinity Episcopal Church Fellowship Hall, Shepherdstown, immediately following the dinner service. President Maiden called the meeting to order and declared that a quorum was present to conduct business. The following business was conducted:

- Minutes of the previous annual meeting of October 30, 2024, were approved unanimously.
- The Treasurer's report was reviewed and discussed, showing cash of \$1,091.11, and other assets from the Edward Jones statement of \$12,091.46. The report was accepted and approved.
- Officers and board members were elected unanimously by acclamation: Will Lorensen – President; Donn Marshall – Vice President; Tom Maiden – Treasurer; Chazz Printz – Secretary; Bill Howard – Vintner; and additional Board members Neal Barkus, Matt Gray, Josh Henry and Dick Klein.
- There was no old business. Under new business, the next regular meeting is scheduled for November 19, 2025, and Ladies' Night was confirmed for December 13 (Bob Trumble and Josh Henry as host cooks). Paul Beam was granted honorary membership (motion/second by W. Lorensen/L. Moore). A revised cooking schedule for 2026 will be circulated.

The meeting was adjourned.

**HARPER'S FERRY COOKING CLUB
BY-LAWS & STANDING RULES
(rev. 03/27/2024)**

ARTICLE I

NAME

The name of this Club shall be The Harper's Ferry Cooking Club.

ARTICLE II

PURPOSES

The purposes of the Club are two fold: first, to provide an opportunity for the membership to exercise skills in the culinary arts and, second, to provide an atmosphere of good fellowship for enjoying and enhancing these skills.

The club shall be non-political and non-sectarian.

ARTICLE III

MEMBERSHIP

A. Members shall be men, twenty-one years of age and older, who are interested in the preparation of fine food. Membership shall be limited to those who are in sympathy with the Club's standards of dress and conduct. These standards are in conformity with those normally associated with similar organizations of gentlemen.

B. Classes of Membership:

1. **REGULAR MEMBERSHIP.** The great majority of the members shall be Regular Members. Regular Membership shall be limited to 32 and include all the privileges and impose all the obligations set forth in the By-Laws.
2. **HONORARY MEMBERSHIP.** Honorary Membership shall be conferred as a mark of recognition for services to the Club. Honorary Members shall enjoy all the privileges of Regular Membership except that they shall not: vote, hold office, serve on the Board of Governors or other Club committees. Honorary members shall be exempt from: initiation fees, dues, assessments, and Host Cook assignments. They shall pay guest fees for each Official Dinner that they attend and may,

at their discretion, wear the cap and apron. They may become a Regular Member by paying their semi-annual dues.

3. LIFE MEMBERSHIP. Upon nomination by the Board of Governors, a Regular Member, who has distinguished himself by unusual service to the Club, may be elected by the membership at the Annual Meeting to Life Membership. A member so honored shall enjoy all Regular Membership privileges and obligations, except that he shall pay no dues.

C. Persons wishing to become Regular Members and their sponsors shall conform to the following procedures:

1. For a person to become a Regular Member he must be a guest at a minimum of two Official Dinners prior to discussion of this name for Regular Membership.
2. If a Regular Member, in good standing, acting as sponsor, and another Regular Member, in good standing, acting as co-sponsor, feel that the guest is in sympathy with the Club's standards and purposes, is of sound repute, and is prepared to meet all of the Club's requirements; then the sponsor in concert with the co-sponsor may submit the person's name by application *unsigned* by the candidate to the Board of Governor's Secretary.
3. In the next announcement of an Official Dinner, the Secretary shall inform the Regular Members of the candidate's pertinent biographical data and present the application for the Regular Members to review at the Official Dinner.
4. Following that Official Dinner, any Regular Member, in good standing, may voice objection to the membership application, either orally or by signed correspondence with the Secretary within ten (10) days following that Regular Dinner.
5. Failure to object or otherwise respond, shall be construed as affirmation for candidacy.
6. If the Secretary receives an objection he will advise the President, who will advise the Board of Governors' membership who will then approve or disapprove the membership application.
7. The sponsoring member is responsible for advising the applicant of the Boards's action.
8. The Board of Governors action is final and without appeal.

9. If no objection is received by the Secretary within the prescribed time period, or upon approval of the Board of Governors, the Secretary, or sponsor, may extend an invitation to the proposed member and upon his acceptance, have him sign the application. Upon acceptance the Secretary shall inform the Treasurer, who shall send the candidate the following: a welcoming letter, a schedule of dues and dinner fees, current club roster, current club by-laws, and a host cook duty schedule that will include the candidate's first cooking obligation. The proposed member shall be received into the Club at the next official Dinner..

D. INDUCTION OF NEW MEMBERS. At the first Official Dinner that the new Regular Member attends, he shall be recognized by the Presiding Officer.

E. RECALL. Any Regular Member who fails to attend Official Dinners for a period of six consecutive months without valid reason, or who in any other manner manifests a lack of interest in Club participation may, on the recommendation of the Board of Governors, be dropped from the roster without prejudice. Likewise, any member who remains delinquent in his financial obligations to the Club for longer than six months, following due notice, shall be dropped from the roster.

F. REINSTATEMENT. Any member who has resigned on his own volition, and is in good standing, may be reinstated upon his written petition to the Secretary of the Board of Governors. The Secretary shall include this information on the next announcement of an Official Dinner to the Regular Members. Failure to respond, for whatever reason, shall be construed as affirmation for reinstatement at the first occurring vacancy thereafter.

G. WAITING LIST. When no vacancy is open for Regular Membership, a list of approved new membership applications shall be developed by the Secretary in ascending order by the date the application was approved. Waiting list priority shall be given to reinstated members as provided in Article III.F.

ARTICLE IV

OFFICERS

The officers of the Club shall be elected from and by the Regular Members. They shall be the President, Vice-President, Secretary, and Treasurer in that order of rank. Each shall be elected for a term of one year. The Secretary and Treasurer are eligible to succeed themselves. The Vice-President shall act as the President-Elect.

ARTICLE V

NOMINATIONS AND ELECTIONS

A. Nominations:

1. The Board shall present a slate of candidates for election to the offices of Vice-President, Secretary, and Treasurer in advance of the Annual Meeting.
2. Should the incumbent Vice-President become indisposed or unable to ascend to the Presidency, the Board of Governors shall nominate a candidate for President.
3. Regular Members shall nominate candidates for the Board of Governors during the September Official Dinner.
4. In the announcement for the Annual Meeting, the Secretary shall list the names of all nominees.

B. Elections:

1. Election of officers and Board of Governor members shall be held at the Annual Meeting.
2. A majority vote of those present and voting shall determine the election of officers. The four Board of Governor nominees receiving the highest number of votes shall be declared elected.
3. Only when a nomination is contested shall voting be by written ballot.

ARTICLE VI

DUTIES OF OFFICERS

- A. The President shall preside at all Official Dinners and be Chairman of the Board of Governors. He shall, with the advice of the Board, appoint all committees; welcome members and guests; see that grace is said and toasts are proposed; introduce guests; record the menu for each Host Cook; conduct Club business in accordance with the By-Laws; advise officers; assign clubroom keys; and be responsible for the general decorum and good order of all meetings.
- B. The Vice-President acts in the absence of the President.

- C. The Secretary shall keep proper minutes of all Board of Governor meetings and the Annual Meeting. He shall: send out meeting notices, be responsible for the Club's routine correspondence, keep the Club's official roster updated, inform the Board of Governors of delinquencies as reported by the Treasurer, and act as one of two ballot tellers.
- D. The Treasurer (or his designee) shall collect all dues, dinner fees, and other Club monies, record guests and their hosts' names, arrange for accounts to deposit funds, report all delinquent members to the Secretary, and provide a financial report to each Board of Governor's meeting and Annual Meeting. He shall pay routine bills without recourse to the Board of Governors. When appropriate, he shall keep an inventory of Club properties and make timely payments on any outstanding insurance policies.

ARTICLE VII

THE HOST COOK

In his turn, each Host Cook is the pivotal figure in this Club, for success or failure of every Official Dinner resides with him.

A. The Host Cook shall:

- 1. Be responsible for all details in planning, preparing, and serving the Official Dinner, including table setting and the wine list, and the proper sanitation of the flatware, silverware, and glassware.
- 2. Assign cooking and other duties to as many Regular Members as may be required, posting a duty roster and time schedule for this purpose.
- 3. Purchase all food and beverage (except stores on hand) and tender a bill to the Treasurer in a timely manner.
- 4. Avoid a cuisine requiring catering or other non-member preparation Assistance.
- 5. Conduct an orderly clean-up as required to restore the clubrooms to their proper decorum.

B. Two Host Cooks shall be designated for Ladies' Night unless otherwise directed by the Board of Governors.

C. The President shall not be assigned as Host Cook during his tenure; however, immediately following his tenure of office, he shall receive an assignment as Host Cook. The President shall not be assigned duties in the preparation and serving of Official Dinners.

- D. The Host Cook shall consult with the President relative to clubroom keys, table arrangements, seating, decorations, and other pertinent details surrounding an Official Dinner.
- E. The Host Cook may arrange for the services of an adequate number of non-members as table waiters on Ladies Night.

ARTICLE VIII

ADMINISTRATION

- A. Robert's Rules of Order (revised, 1990) shall govern all parliamentary matters.
- B. The Board of Governors.
 - 1. This body manages the affairs of the Club.
 - 2. The Board of Governors includes: the President, the Vice-President, the Secretary, the Treasurer, the Vintner; not less than three other Regular Members; and ex-officio, the Past-President. In the event of a tie vote of the Board of Governors, the Past-President shall cast the deciding vote.
 - 3. The Regular Members shall be elected for a one year term with right to succeed themselves for one additional term. The Past-President shall not be eligible for election to the Board for one year following his duties as Past-President.
 - 4. The Board shall meet at the discretion of the President, or on the petition of three other members of the Board of Governors.
 - 5. The highest ranking officer present at a given Board of Governor's meeting acts as the Chairman of the Board.
 - 6. Except that of membership candidacy decisions, all Board of Governors' actions are open to challenge by any Regular Member at the Annual Meeting or by a Regular Member being granted a hearing by the Board at the discretion of the President and the Board.
- C. Committees shall be appointed by the President with the advice of the Board of Governors.
- D. The Club may adjust its portfolio holdings by action of the Board of Governors; major adjustments, as determined by the Board of Governors,

must receive a majority vote of those Regular Members present and voting at the Annual Meeting.

- E. VINTNER. The Board of Governors shall appoint a Vintner, to serve indefinitely at the pleasure of the Board of Governors. The Vintner shall: purchase adequate supplies of spirits and set-ups; set the Bar with appropriate glassware by 6:30 p.m. for each Dinner; coordinate with the Host Cook on the wine selection for each Dinner; and tender a bill to the Treasurer.
- F. TRUSTEE. The Board of Governors shall appoint a Trustee, to serve indefinitely at the pleasure of the Board, as guardian of Club papers, including the Certificate of Incorporation, insurance policies, leases, contracts, evidences of title or ownership, and any other papers pertaining to the Club. The Trustee shall be registered with the State Corporation Commission or other proper authority as the Club's Agent.

ARTICLE IX

MEETINGS

- A. Official Dinners are held monthly, on the last Wednesday.
 - 1. Exceptions may be made on recommendation of the Board of Governors when major holidays or other considerations make the schedule date inappropriate.
 - 2. Dress shall be black bow tie, white shirt, chef's cap, and apron for Regular Members, jacket and tie for guests; exceptions may be made by the Host Cook in the event of extremely warm weather.
- B. Ladies' Night shall be celebrated not more than three times each year as Official Dinners.
 - 1. When celebrated indoors, males' dining dress will be formal dinner wear (including black tie).
 - 2. When outdoors, casual dress, sans cap and apron.
- C. When the Board schedules an event out of the clubrooms, it shall be considered an Official Dinner and so numbered.
- D. The Annual Meeting shall be held each year on the last Wednesday of October
 - 1. The order of business shall follow Robert's Rules of Order (revised, 1990). All annual reports shall be received under "New Business,"

followed by the election of Officers and Board of Governor Members.

2. A quorum for the Annual Meeting shall be one-half the Regular Members plus one Regular Member.

ARTICLE X DUES, FEES, AND ASSESSMENTS

- A. Dues, fees, and assessments are set by the Board of Governors.
 1. Changes in these items must be ratified by the Regular Membership at the Annual Meeting.
 2. Special assessments require a three-fourths majority of those present and voting at the Annual Meeting.
- B. Regular Members will receive a semi-annual dues and dinner fees statement requiring prepayment by mail to the Treasurer, prior to the January and July Official Dinners. New Regular Members are required to :
 1. Remit an initiation fee to the Treasurer.
 2. Pay semi-annual pro-rated dues and dinner fees that are billed by the Treasurer, prior to the new Regular Member's attendance at an Official Dinner.

ARTICLE XI AMENDMENTS

- A. These By-Laws may be amended by the following procedures:
 1. Any member in good standing, or group of members, may submit to the Secretary, in writing, proposed amendments to these By-Laws at or prior to the Board of Governor's meeting preceding the Annual Meeting.
 2. Proposed amendments shall be distributed to Regular Members at least ten days prior to the Annual Meeting.
 3. The Board of Governors shall make recommendations on all proposed amendments at the Annual Meeting.
 4. Amendments to the By-Laws shall be considered only at the Annual Meeting and shall require the favorable vote of three-fourths of those present and voting.

- B. THE STANDING RULES appended hereto may be amended or suspended at the Annual Meeting by a majority of those present and voting.

ARTICLE XII

These By-Laws supersede and cancel all Constitutions, By-Laws, motions, and resolutions previously adopted for the governance of the Harper's Ferry Cooking Club.

STANDING RULES

MEMBER'S SCHEDULE OF DUES

	First Half	Second Half	Full Year
Initiation Fee	\$ 50.00*		
Dues	\$300.00	\$300.00	\$600.00
Totals	\$350.00	\$300.00	\$600.00

* One time payment that will include your receiving an apron and cap.

Upon being accepted for membership, your dues will be adjusted for the number of months that you are in the club during the current year.

In the following year, your yearly dues payment will be \$600.00.

The By-Laws allow for changes in the yearly total if two-thirds of the membership concur.

Guest fees shall be \$20.00 per person for non-Ladies' Night, and \$30.00 per person for Ladies' Night. Guest Fees are waived for Honorary Members. Where monthly meeting attendance is an excess of 32 persons, guest fees collected for that dinner if necessary may be allocated to monthly food expenses.

- A. Guideline for the Host Cook's meal budget is established as \$500, excluding wine, and inclusive of appetizers and all reimbursement to assistants to the Host Cook. Any variance to the meal budget must be approved by the Board of Governors. All expenses for reimbursement shall be submitted by the host cook to the treasurer.

- B. The monthly budget for table wine, liquor, and associated supplies is set at \$500. The annual budget is \$6,500 (based on \$500 x 10 regular meetings + \$750 x 2 Ladies Nights). Where monthly attendance is in excess of 32 persons, guest fees collected for that dinner if necessary may be allocated to the monthly food expenses.
- C. No refunds shall be made for dues, fees, or assessments paid.
- D. Male guests may be invited to any Official Dinner except for the Annual Meeting. A member planning to bring a guest to a non-Annual Meeting Dinner should notify the Host Cook at least 5 days prior to that Dinner, that is, by the Friday before.
- E. New members shall not be assigned as Host Cooks until six months after their induction, whereupon their assignments shall take immediate precedence on the Host Cook roster. The sponsor of a first-time Host Cook shall act as his advisor for that Dinner.
- F. Reimbursement for food for Ladies Nights will not exceed \$50.00 per member (including spouse). Host Cook reimbursement will not exceed \$1,600 per Ladies Night Dinner, inclusive of all reimbursement to assistants of the Host Cook but exclusive of the cost of alcoholic beverages.
- G. Condolences and felicitations shall be restricted to members of the immediate family.
- H. Deceased members' widows shall be invited as the Club's guests for all Ladies' Night galas. Widows' guests are assessed "Guest Charges". Fees for widows' guests should be conveyed in each widow's mailed invitation.