



American Master Chef Order, AMCO, Inc.

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In the Beginning

The first meeting of a small group (12) of ACF Certified Master Chefs took place in Denver, Colorado, in August of 2014. It was openly communicated by William Franklin to all ACF Certified Master Chefs to join into a discussion on how to elevate status and leadership responsibilities of all CMC's and CMPC's within the professional world of hospitality/culinary arts and education. Most importantly, there was a need to form an association to help, support and direct educational and skill development programs to assist CMC and CMPC candidates to successfully complete all certification requirements and pass the ACFEI Certification Test to become an ACF Certified Master Chef or Certified Master Pastry Chef.

At the first meeting, it was decided to convene on an annual basis. The Second Annual Master Chef's Gathering was held August 14th, 2015 at the Brown Palace Hotel and Spa in Denver, Colorado. One third of all Master Chefs were present. It was at that meeting that the American Master Chef Order was born. The founding 19 members were:

- | | |
|-------------------------|----------------------|
| 1. William Franklin | 11. Brian Beland |
| 2. Dale Miller | 12. Russell Scott |
| 3. Helmut Holtzer | 13. Jason Hall |
| 4. Hartmut Handke | 14. Olivier Andreini |
| 5. James Corwell | 15. Tom Griffiths |
| 6. Byron Bardy | 16. Steve Jilleba |
| 7. Tony Seta | 17. Aiden Murphy |
| 8. Raimund Hofmeister | 18. David Kellaway |
| 9. Ed Janos | 19. Brian Keller |
| 10. Jonathan Moosmiller | |

The group elected Chef William Franklin as its first President,
Chef Aiden Murphy as its first Vice President,
Chef Jonathan Moosmiller as its first Secretary/Treasurer,
and Chef Raimund Hofmeister as its Chair of the By Laws Committee.

The group asked Chef Brian Beland to accept the responsibility of the Liaison Voice between ACF and AMCO.

By Laws

ARTICLE I – TITLE

SECTION 1 – The name of the Association shall be American Master Chef Order, AMCO, Inc

SECTION 2 - The letters AMCO as used in these By Laws should always mean American Master Chef Order, Inc

SECTION 3 – The letters ACF as used in these By Laws should always mean American Culinary Federation, Inc

ARTICLE II – OBJECTIVE

SECTION 1 – To form a brotherhood of Chefs for those who passed the highest professional certification set by the ACF

SECTION 2 – To promote the professional welfare of its members and to uphold the prestige and ethics of its profession

SECTION 3 – To promote a better understanding among professionals and the public of the art of cooking, eating and dining; and to acquaint people with a time conception of the culinary profession, its cuisine and its culture.

SECTION 4 – To help direct and support all professional Chefs who seek to take and successfully conclude the CMC-CMPC exams

ARTICLE III – MEMBERS

SECTION 1 – The AMCO is comprised of a group of members who have successfully passed the highest professional certification level of the American Culinary Federation's Certified Master Chef or Certified Master pastry Chef Program.

SECTION 2 – Membership is automatically extended to those professionals who successfully passed the exam of CMC or CMPC

SECTION 3– There is no allowance for any other class of membership

ARTICLE IV – Duties and Privileges of Members

SECTION 1 – Members shall make every effort to attend meetings and keep in good standing in order to enjoy full benefits of the AMCO and the ACF

SECTION 2 – All members should submit to the Constitution and By Laws of AMCO and ACF

SECTION 3 – Members are mandated to use every effort to create and cultivate a professional and fraternal comradery among its membership, and to assist each other to the best of their abilities.

SECTION 4 – Members are to hold the professional integrity of the AMCO above their own and defend against all possible harm.

SECTION 5 – Dues: There shall be annual flexible membership dues at a suggested amount of \$250. Members can choose a lesser or higher amount at their own discretion. Dues shall be used to defray expenses incurred during the annual business year.

SECTION 6 – The Treasurer shall bill each AMCO member in March of each new business year. The deadline for payment is June 1st of each year. Failure of any member to pay dues is grounds for reassignment of that member from Active Voting Member to Member at Large.

ARTICLE V – Officers

SECTION 1 – AMCO is conducted by a Board of Directors:

- Chairperson or past President
- President
- President Elect
- Secretary/Treasurer
- Director

ARTICLE VI – Administration

SECTION 1 – There shall be four elected Officers and one chairperson of the Board of Directors, plus appointed Committee members

SECTION 2 – The above elected officers and appointed committee chairs will conduct the Mission and Business of AMCO and report to the membership by providing an Annual Report of Activities.

SECTION 3 – Chairperson for standing committees will be elected by the attending members of the annual Master Chefs' Meeting, and have to be approved with a 2/3 majority vote.

SECTION 4 – The President has the right to appoint committee chairs and set committees during the year, but those committees and chairs need to be confirmed or dissolved by the members attending the Annual AMCO Meeting.

SECTION 5 – The President may appoint a parliamentarian or legal counsel to assist in proceedings of the Board as well as the meetings conducting business on behalf of the AMCO.

SECTION 6 – The immediate past President shall, upon leaving the office of President, automatically assume the office of Chairperson of the Board of Directors until the next change of President.

ARTICLE VII – Elections and Voting

SECTION 1 – Any member in good standing has a vote.

SECTION 2 – Any issue put to a vote must have a 2/3 majority in order to pass.

SECTION 3 – Candidates for office must be active members, and have a minimum of two active years of membership in the AMCO.

SECTION 4 – Elected Officers can only be voted on while physically attending the Annual AMCO Meeting. Potential Officers must be nominated and seconded by members physically present at the Annual Meeting.

SECTION 5 – Secretary/Treasurer is elected for one (1) two year term of office. He/she can be reelected for one additional two year term and may only serve for 2 consecutive terms.

ARTICLE VII (continued)

SECTION 6 – The Members would only elect one Director each year during the Annual Summit. The Director would progress into the President-Elect position the year after automatically, and the next year take the office of President. The three progressions of Office will come to a fourth year in office as the Chairman of the Board.

SECTION 7 – Officers and the Director may be reelected after two years out of office for two additional two year terms.

SECTION 8 – Upon the vacancy of any office or Board Member position, the President of AMCO shall be empowered to appoint a member in good standing to complete the remainder of that term of office or position, with the approval of the Board of Directors.

SECTION 9 – All officers shall serve gratuitously for their respective terms. Elected officers leaving office shall perform in a consulting capacity for one full year.

ARTICLE VIII – Rights and Duties of Officers

SECTION 1 – President: It is the duty of the President to preside at all meetings and keep strict order, enforce the constitution and by-laws of AMCO, and conduct meetings according to the Robert's Rules of Order. If he/she wants the floor, then he/she shall yield the Chair to the President-Elect. The President shall examine all bills and expenses, endorse the same if found to be correct, and approve all official communications including overseeing the website and circulating protocols and written statements pertaining to AMCO. The President must authorize all expenditures.

SECTION 2 – President – Elect: In the absence of the President, he/she shall be responsible for the presidential duties and functions. The President-Elect shall be the ex-officio chairperson for all the various committees and be in contact with all the committee chairpersons reporting to the President. The President- Elect shall be able to replace any committee chairperson upon his/her absence or inactivity.

SECTION 3 – Secretary/Treasurer: This position constitutes a dual function and should be bonded once the AMCO Treasury hits \$10,000 in assets. He/she should keep the financial records of AMCO including accounts receivable and payable, and render each month a statement of receipts and disbursements. He/she shall render a complete monthly report of all financial transactions of AMCO; check should be signed by two Board authorized signatories. He/she shall deposit all monies of AMCO in a designated bank approved by the Board of Directors. The Secretary/Treasurer also assumes the responsibility of all mailings and any communications necessary for the functioning of AMCO, including the social media communications and correspondence directed by the President. He/she is responsible for the recording and maintenance of all minutes of all official business and meetings.

ARTICLE VIII (continued)

SECTION 4 – Director: He/she shall be the chairperson of the Membership Committee, take charge of and responsibility for all Sergeant-at Arms functions, execute the command of the Body in preserving order, escort and announce invited guests or candidates, maintain flags and banners owned by AMCO, and furthermore fulfill any and all duties as directed by the President.

SECTION 5 – Board of Directors: All board members should attend all meetings and official activities and function of AMCO unless an official excuse is accepted by the President for his/her absence.

SECTION 6 – No monies can be afforded for traveling expenses of the Members of the Board of Directors in the first three years of AMCO's existence or until the treasury exceeds \$10,000. In either case, a new vote to amend Section 6 of the Bylaws needs to be taken and approved. No grant of funds by the Administration shall be allowed unless voted upon and favored by the majority vote of the Board.

SECTION 7 – It shall be the duty of the Administration to fulfill all obligations to the AMCO punctually and to provide a correct semi-annual report of the conditions of the Association and its Treasury to all the members.

SECTION 8 – Every retired officer or appointed Chairperson must turn over his/her official records to the newly elected or appointed Officer or Chairperson in the same capacity, and instruct the newly elected Officer or Chairperson of his/her duties.

ARTICLE IX – Meetings

SECTION 1 – Board of Director Meetings and/or Committee Meetings should be conducted by ways and means of using modern communication technology and/or social media concepts as needed, quarterly, unless a different meeting and communications structure is needed and recognized by the Board of Directors.

SECTION 2 – One Annual General Membership Meeting on a predesignated date should be organized for the purpose of committee activity reporting, the Board of Directors' annual membership reports, the President's report, the Treasurer's report, and for the purpose of strategic short and long term planning.

SECTION 3 – Special meetings or conference calls may be requested by the President at any time, with two days' notice.

SECTION 4 – Quorum: A Quorum shall exist when one elected Officer and ten members in good standing are present. "Present" may be construed as being connected by electronic means in an audio-visual conference call with proper recordings. The President must be informed of such a quorum

SECTION 5 – A quorum for Board Meetings shall exist only at full attendance.

SECTION 6 – Any vote carries with 2/3 majority.

ARTICLE X – Standing Committees

SECTION 1 – Nomination of Election Committee: The Membership and Board of Directors determined that there is no need for such a committee at the present time. Nominations and elections follow simple rules of order, nomination is carried with a second and votes with a 2/3 majority will carry.

SECTION 2 - Finance Committee: The Treasurer shall be the ex-officio Chairperson of the Finance Committee. The Treasurer shall select a Committee consisting of three active members in good standing, including him/herself. The Finance Committee shall investigate all expenditures of more than \$1000, and evaluate any investment projects, donations or allotments in which AMCO may participate.

SECTION 3 – Membership Committee: The Director should be the ex-officio Chairperson of the Membership Committee.

SECTION 4 – By Laws Committee: The parliamentarian or the Director shall be the ex-officio Chairperson of the By Laws Committee. That Committee shall ensure the strict following of the Constitution, By Laws, and standing rules of AMCO by the members, Officers and Board of Directors.

SECTION 5 – Other Standing Committees: The Board of Directors may, by resolution, establish additional standing committees as it may deem prudent and necessary.

ARTICLE XI – Parliamentary Authority

The latest edition of Robert's Rules of Order, Newly Revised shall govern the organization in all cases to which they are applicable and in which they are consistent with the By Laws and any special rules of order that the organization may adopt.

ARTICLE XII - Disbandment

SECTION 1 – AMCO shall never dissolve or be dissolved by the actions of a member or group of members of AMCO, with the exception of a unanimous resolution of all members of AMCO. As long as two members exist in good standing, the Association cannot be dissolved. If fewer than ten members in good standing exist, it dissolution shall be voted upon and decided by 2/3 majority.

SECTION 2 – In case of dissolution of this organization, all assets remaining after payment of authorized expenditures shall be distributed to a culinary, culinary educational or food service organization which qualifies for tax exemption as provided for under the Internal Revenue Laws of the United States of America. No part will be distributed to any private or individual member.

ARTICLE XIII – Philosophy

AMCO is convinced of the fact that only by united efforts can there be completed good and great work; where single effort fails. Furthermore that cultivated acquaintanceship in our midst promotes unity; in which the use of a common language brings closer together the ties of friendship, mutual understanding and appreciation.

ARTICLE XIV – Amendments

SECTION 1 – AMCO may enact or change By Laws as it may be found necessary to the welfare and transaction of the its business; suspension or alteration of this Constitution and By Laws requires a 2/3 vote of all voting members present at a meeting called for that purpose.

SECTION 2 – Amendments shall be read and published to all members prior to being voted upon. A 2/3 majority vote is necessary for approval of the amendment.

SECTION 3 – The prevailing annual dues may be changed by a 2/3 majority vote at the annual meeting. A vote for a change in the annual dues cannot take place at the same meeting at which the change was proposed.

The Committee on Constitution and By Laws of AMCO has projected the above fundamental laws for the furtherance of growth and continued prosperity of the association of professionals.

Established August, 13, 2016,

Raimund W. Hofmeister, CMC
Chairperson

Russell Scott, CMC
Co Chair