



AMERICAN CULINARY FEDERATION EDUCATION FOUNDATION, INC. BYLAWS

As approved by the Board of Governors July 10, 2017

ARTICLE I NAME

The name of the corporation shall be American Culinary Federation Education Foundation, Inc., a New York Not-for-Profit, nonstock corporation ("ACFEF") which is tax exempt under Section 501(c)(3) of the Internal Revenue Code and which is affiliated with the American Culinary Federation, Inc. ("ACF").

ARTICLE II PURPOSE

The purposes of ACFEF shall be as set forth in the Certificate of Incorporation and also shall include:

- A. To provide funds to worthwhile charity and community activities.
- B. To provide funds for culinary scholarships.
- C. To provide funds for culinary education programs for members of the profession, the food service industry, and the general public.
- D. To provide funds for culinary research and development and to test the results through international competition.

ARTICLE III MEMBERSHIP

The sole member of ACFEF is ACF. The voting and other rights of the sole member shall be exercised by the Board of Governors of ACF and communicated by a designated officer of ACF. Such designated officer shall be provided thirty days advance written notice of any matters requiring action by the member.

ARTICLE IV OFFICERS

The officers of ACFEF shall be as follows:

- A. The Chairperson of the Board of Trustees shall be the Immediate Past President of ACF, and the Chairperson shall have the following duties:
 1. Shall preside at all meetings of ACFEF,
 2. Shall review all requests for funding in the best interest of the ACFEF and ACF, and
 3. Shall perform other duties as designated by the Board of Trustees.
- B. The ACF National Secretary shall have the following duties:
 1. Shall preside at all meetings of ACFEF in the absence of the Chairperson of ACFEF

2. Shall work with the President to create and ensure the timely preparation and distribution of all agendas, minutes and notifications to ACFEF Boards and pertinent committees.
3. Shall be responsible for the compliance of policies and procedures for the ACFEF committees and task forces.
4. Shall oversee all communication from the ACF to the membership to include the safety and accuracy of all ACFEF records.

- C. The ACF National Treasurer shall have the following duties:
1. Shall review all requests for funding in the best interest of the ACFEF and ACF
 2. Shall review all financial statements of ACFEF before release, and
 3. Shall perform other duties as designated by the Board of Trustees.

ARTICLE V

BOARD OF TRUSTEES

- A. The Board of Trustees shall manage the affairs and activities of the ACFEF and shall:
1. Consist of the following, each having one vote, with the exception of the Chairperson on all matters coming before the Board. The Chairperson votes only to break a tie.
 - Chairperson of ACFEF
 - President of ACF
 - Secretary of ACF
 - Treasurer of ACF
 - Four Regional Vice Presidents of ACF
 - Trustees (consisting of):
 - Chairperson of the American Academy of Chefs
 - Chairperson of the Apprenticeship Committee
 - Chairperson of the Accrediting Commission
 - Manager of ACF Culinary Team USA.
 - ACF Executive Director of Operations as a non-voting member.
 2. Approve grants to fulfill the purpose of ACFEF.
 3. Approve policies and procedures for the operation of ACFEF.
 4. Approve projects and programs to raise funds.

ARTICLE VI

MEETINGS

There shall be meetings of the Board of Trustees as required and called by the ACFEF Chairperson, one of which shall take place at the ACF National Convention. Special meetings may be called by the Chairperson of ACFEF or a majority of the Board of Trustees. Notice for all meetings shall be sent by the Secretary no less than thirty and no more than sixty days before the meeting. The quorum to conduct business of ACFEF is a majority of voting members. The affirmative vote of a majority of the Board of Trustees present and voting at a meeting shall carry any action. The Board of Trustees shall not vote by proxy. Members of the Board of Trustees, or any committee designated by the Board of Trustees, may take any action permitted or authorized by these Bylaws by meeting using any means of communication by which all directors may simultaneously hear each other during the meeting.

ARTICLE VII COMMITTEES

The special committees of ACFEF shall establish operating policies & procedures, which with the exception of the Accrediting Commission must be approved by the Board of Trustees. The committees shall propose budgets to the Board of Trustees of ACFEF for approval annually. All special committees of the ACFEF shall establish their own operating policies and procedures, including the appointment of members and the election of the Chairperson. Any other committees or task forces shall be appointed by the Chairperson of the ACFEF Board of Trustees and approved by the Board of Trustees.

The following are the special committees of ACFEF:

1. American Academy of Chefs ("AAC"). The AAC represents the highest standards of professionalism in the organization, society and industry. The AAC's primary mission is to promote the education of all culinarians by mentoring culinarians, awarding scholarships to students seeking a future in the culinary industry, and by providing grants to professional working chefs looking to further their career. Senior Chefs committee shall be a subcommittee of the American Academy of Chefs.
2. Accrediting Commission. Accrediting Commission, an independent commission, shall consist of ten (10) members and shall establish its operating policies and procedures, including the appointment of its members and the election of its chair. Following ACF quality standards in culinary arts and food service management education, the Accrediting Commission evaluates educational programs in secondary and post-secondary, including bachelor degree programs institutions for the awarding of programmatic accreditation and shall be independent with respect to all accreditation determinations.
3. Apprenticeship Committee. The Apprenticeship Committee oversees ACF's culinary training and apprenticeship programs and is responsible for validating culinary techniques.
4. Culinary Team USA. ACF Culinary Team USA is a component of ACFEF for the purpose of promoting culinary competitions as a vehicle for learning and professional development. The ACFEF Chairperson and ACF President will collaborate to appoint the ACF Culinary Team USA Manager. The Manager of Culinary Team USA shall report to the ACFEF Chairperson.

ARTICLE VIII VACANCIES AND REMOVAL FROM OFFICE

- A. The terms of those holding office in ACFEF by virtue of an office in ACF shall be terminated when their term ends with ACF and/or ACFEF, or if they are removed or resign from their office in ACF and/or ACFEF and their replacement shall assume the vacated ACFEF office upon certification by the Secretary and Treasurer of ACFEF.
- B. Those holding ACFEF office only may be removed by the body that appointed/elected them to that office. The ACFEF Chairperson shall appoint a temporary replacement to fill the vacancy, because of removal or resignation, until a replacement can be appointed / elected.

ARTICLE IX
AMENDMENTS

The Board of Trustees may approve amendments to these Bylaws by majority vote upon thirty (30) days prior written notice in accordance with policies and procedures adopted by the Board of Trustees. Any amendment to these Bylaws shall be subject to approval by the Board of Governors of ACF.

ARTICLE X
PARLIAMENTARY AUTHORITY

The latest edition of Robert's Rules of Order, shall govern all meetings and proceedings of ACFEF, except to the extent inconsistent with these Bylaws.