



School Nutrition Association Iowa By Laws

ARTICLE I – NAME

The name of this association shall be the School Nutrition Association of Iowa, also referred to as the association or SNAI, a 501(c)(4) corporation chartered in the State of Iowa. SNAI is a chartered affiliate of the School Nutrition Association, Inc. (SNA) and bound by the SNA state affiliate agreement and the SNA bylaws.

ARTICLE II – OBJECT

SNAI is Iowa's state organization of school nutrition professionals committed to advancing the quality of school meal programs through education and advocacy, and supporting the mission and values of the School Nutrition Association, Inc.

ARTICLE III - MEMBERS

Section 1. Application

Persons eligible in accordance with the qualifications set forth in these bylaws, shall become a member of School Nutrition Association of Iowa, Inc. (SNAI or the "Association") upon application and payment of appropriate dues. SNAI members must also be School Nutrition Association (SNA) members.

Section 2. Membership Categories

There shall be the following categories of membership: school nutrition members, affiliate members and associate members. The association manager shall prepare a list of current members and make it available for inspection at all regular meetings or adjournments to any member or member's agent or attorney. All members will be eligible to attend the executive board's meetings and annual member's meeting as observers.

- A. School nutrition members – School nutrition members shall consist of employees, managers, supervisors/directors and specialists, and educators in eligible fields as defined by SNA. School nutrition members whose dues are currently paid shall be entitled to vote on the election of officers for the coming year and to vote upon any matter submitted to voting membership. Retired school nutrition members shall have

all the rights and privileges of school nutrition members except they are not eligible for nomination to an elective office. Members holding school and school district-owned membership shall have all the rights and privileges of School nutrition members, but if they cease to be employed will forfeit such membership and privileges unless they acquire an individual membership. School nutrition members who hold individual memberships and cease to be employed in an eligible field may continue their membership until their renewal date.

- B. Affiliate members – Affiliate members are members who choose the option of being nonvoting supporter members. Affiliate members may be school nutrition employees working less than four hours per day or retired members.
- C. Associate members – Associate member categories shall consist of retired members, students enrolled in post-secondary food, nutrition, health or other food related programs, industry consultants, corporations, international child nutrition individuals and other individuals and nongovernment organizations committed to furthering the goals of the association.

Section 3. Membership Types

School nutrition memberships may be held by an individual or be school district/organization owned. A person shall not concurrently hold both an individual and school district/organization membership. Individual membership is owned by an individual and is not transferable. School district/organization owned members may reserve the right to change to an individual membership at any time if otherwise eligible. School district/organization owned members may be transferred within the following membership categories: employees, managers, supervisors/ directors/specialists, or educators employed in eligible fields.

Section 4. Dues

Dues shall be submitted directly to SNA. Dues shall be established by a majority vote of the membership present at the SNAI annual state conference members meeting. All rights and privileges of a member's membership will be terminated for nonpayment of dues.

ARTICLE IV – OFFICERS

Section 1. Officers

The officers of this association shall be the president, president-elect, vice president, and secretary/treasurer. Election of the officers shall be by ballot, in accordance with timelines and procedures adopted by the executive board. In case of a tie, the the winner will be chosen by lot. The president, president-elect, vice president, and past president shall serve for one year or until a successor is elected and assumes office. The secretary/treasurer shall serve for two years or until a successor is elected and assumes office.

- A. President – The president shall:
- Serve as the chair of the board and executive committee;
 - Represent SNAI in policy matters and at external events;
 - Serve as chair of the annual state conference, including appointing a local arrangement person; securing the keynote speakers, and coordinating and preparing the annual conference booklet;
 - Appoint chairs and members of committees and advisory boards not otherwise specified in the standing rules or bylaws;
 - Serve as an ex-officio member of all committees and advisory boards except for the nominating committee;
 - Direct the implementation of the plan of action; and
 - Supervise the association manager and review job performance.
- B. President-elect – The president-elect shall:
- Perform the duties of the president in the president's absence, and represent the association at the request of the president;
 - Chair a committee approved by the executive board to prepare a plan of action consistent with SNAI's strategic plan and the School Nutrition Association's plan of action for the ensuing year;
 - Recommend to the board members and chairs of committees, advisory boards, and representatives to serve for the ensuing year;
 - Plan the directors meeting and coordinate the leadership workshop for the ensuing year; and
 - Assume the office of president at the end of the term. Time spent filling a vacancy shall not be included in the subsequent term served as president.
- C. Vice President – the vice president shall:
- Coordinate activities of standing committees and advisory boards, except the nominating committee;
 - Coordinate revisions and updates of bylaws and the policy and procedure manual;
 - Review and recommend sites for future annual state conferences at least three years in advance;
 - Review the strategic plan with the board and plan strategic workshops when appropriate; and
 - Perform the duties of the president-elect in the absence of the president-elect;
- D. Secretary/Treasurer – the secretary/treasurer shall:
- Record all minutes of the executive board, the executive committee, the members meeting, coordinating with the association manager prior to publication;
 - Submit a full financial report at executive board meetings and a financial summary report, including copies of the proposed budget, at the annual state conference members meeting;
 - Draft a proposed annual budget in cooperation with the executive team before

- submitting it to the executive board for approval;
- Supervise and monitor the association's funds, investments and securities;
- Notify officers and the chairs of each committee and advisory board of budgeted funds; and
- Report expenditures against budget and publish an end-of-year balance sheet.

E. Immediate Past President – the immediate past president shall:

- Advise the executive committee and board;

Section 2. Eligibility

To be eligible to serve as an officer, a member must be a school nutrition member who is regularly employed in an eligible field as defined by SNA and is a certified or credentialed member of SNA. Leadership ability may be demonstrated by past service on the SNAI executive board, on an SNAI committee, or as a chapter officer. In addition, the president, president-elect, and vice president must be actively working and involved in the school nutrition profession throughout the term.

Section 3. Vacancies

A vacancy in the office of president shall be filled by the president-elect for the remainder of the term, followed by a full term as president. A vacancy in president-elect shall be filled by the vice president for the remainder of the term, followed by a full term as president-elect. A vacancy in the offices of vice president and secretary/treasurer shall be filled by nomination by the president with the approval by the board.

Section 4. Removal.

Any elected officer who is found in violation of conditions required for election, a breach of fundamental principles or rules of the association or failing to work under the framework of the association may be removed from office. The board, upon receipt of charges shall investigate the charges, shall hold a hearing at which the accused officer shall have the right to attend and present a defense, and render a decision.

ARTICLE V – MEETINGS

Section 1. Annual Business Meeting.

There shall be an annual business meeting held at the annual state conference, open to all members attending the conference. Special meetings may be called by the president with a majority vote of the members of the executive board. Special meetings and the annual conference may be held by electronic means as allowed by law Notice of the meeting, including date, place, and time will be published on the association's website no less than 45 days prior to the date of the meeting.

- A. All proposed resolutions to be considered at the annual meeting at the annual state conference must be submitted to the executive board in writing, no later than two weeks prior to winter board meeting. Upon consent of a majority of the members a written resolution may be submitted from the floor at the annual meeting.

- B. Proposed resolutions submitted by April 1st will be mailed to all members no less than thirty days prior to the annual meeting. Notice may be sent electronically as allowed by law.

Section 2. Conferences.

- A. Annual State Conference – There shall be an annual state conference. The date, place, and time shall be published on the association’s website. All of the association’s members may attend the annual state conference at their own expense.
- B. Legislative Action Conference – A legislative action conference may be held annually to evaluate legislative needs and plan strategies for legislative activities. All members and nonmembers who have a special interest in food and nutrition programs may attend this conference at their own expense.

Section 3. Workshops.

- A. Leadership Workshops – Leadership workshops may be held annually. The purpose of these workshops is to develop leadership and present the association’s plan of action for the ensuing year. The date and location of the leadership workshop must be arraigned by the incoming president.
- B. Region Workshops – A region workshop may be held annually to provide education and share technical assistance and expertise.
- C. Industry Workshop – An industry workshop may be held annually to provide dialogue between the association and industry, project program needs, share technical assistance and expertise.
- D. Strategic Planning Workshop – A strategic planning workshop may be held to provide direction and goals consistent with SNA’s strategic plan.
- E. Nutrition Seminar – The nutrition seminar may be held annually to provide membership with education, expertise, and technical assistance in the area of nutrition.
- F. Directors Meeting – District directors and supervisors may be invited to attend an SNAI sponsored meeting annually to update the directors on state and federal law changes and relevant topics.

ARTICLE VI – EXECUTIVE BOARD

Section 1. Composition.

The SNAI executive board shall be composed of the officers, region chairs, region co-chairs, and up to three industry representatives. The director or designee of the Department of Education, Bureau of Nutrition and Health Services, and all standing committee chairs appointed by the president shall serve as a nonvoting ex-officio member of the board.

Section 2. Executive Board Meetings.

The executive board will meet at least four times each calendar year. These meetings will be held at the call of the president, or upon the request of the executive board. One executive board meeting will be held immediately before the annual state conference. The board may not make decisions by email communication except as allowed by law. Notice of board meetings may be sent electronically as allowed by law. A majority of the executive board shall constitute a quorum.

Section 3. Authority.

The executive board shall be the association's executive body. It shall formulate policies, adopt the annual budget, receive and act on reports and resolutions, conduct the association's affairs and have all other powers and duties specifically provided by the State of Iowa and the association governing documents, other than those reserved to the members.

Section 4. Executive Committee

There shall be an executive committee composed of the officers, and the association manager as a nonvoting ex-officio member. The executive committee shall have all of the powers of the board when acting for the board in urgent situations or as directed by the board but may not alter established board policy. The executive committee shall review the annual budget, direct the annual audit, and provide input to the president on the performance of the association manager. The executive committee will meet upon the call of the president or at the request of three members of the executive committee and will convene prior to any executive board meetings to review matters and make recommendations.

Section 5. Region Chairs.

The chair and co-chair of each region shall be members of the executive board. Region co-chairs shall be elected by the membership for a term of one year, following by a term as region chair. Region co-chairs' place of employment shall be in their respective district at the time of nomination and election.

A. Region Chairs – The region chairs shall:

- Represent their regions and present their members concerns to the executive board;
- Organize new chapters and assist chapters with their plan of action;
- Maintain a file of chapter officers, notifying the president of any changes;
- Communicate with chapters and members concerning current events and educational opportunities;
- Coordinate plans for region workshops; and
- Provide recommendations for potential officer candidates, appointed committees and advisory boards.

B. Region Co-Chairs – The region co-chairs shall assist and consult with the region chair and assist in planning the region workshop.

Section 6. Industry Representatives.

The industry representatives will have the following responsibilities and duties:

- Promotes the associations plan of action;
- Provides the association with leadership, support, technical assistance, resource lists and/or materials;
- Serves as chair of industry workshop/meeting;
- Expresses the views of industry;
- Promotes membership;
- Provides recommendations to the president-elect for appointments to committees;
- Surveys industry and provides recommendations to nomination committee;
- Serves as advisor to conference exhibits and sites committee; and
- Performs other duties as assigned or as become necessary.

Section 7. Association manager

The association manager will be retained by the executive board on a two-year contract and will have the following responsibilities and duties:

- Serve as a backup to the secretary/treasurer for recording minutes of the SNAI board meeting;
- Send appropriate notices and copies of the executive board's minutes to the executive board's members for distribution as appropriate; Including, but not limited to, the SNAI website;
- Assist with the SNAI annual state conference;
- Provide accurate record keeping and accountability services;
- Maintain open communication with membership;
- Provide support for all board activities;
- Assist with association meetings;
- Assist with election results; and
- Perform duties as described in contract and by the direction of the president.

ARTICLE VII – REGIONS AND CHAPTERS

Section 1. Regions

The association shall consist of four regions, defined by a division of counties approved by the board. A map of the four regions will be listed in the association's standing rules.

Section 2. Chapters.

Any chapter within the state will be eligible for affiliation with SNAI provided the chapter has state and national members. Chapter bylaws shall not conflict with the association's articles of incorporation, bylaws or standing rules. Each chapter is encouraged to adopt a plan of action consistent with SNAI's plan of action.

ARTICLE VIII – COMMITTEES

Section 1. Appointed Standing Committees.

Appointed and standing committees shall be as determined by the board of directors.

Section 2. Eligibility and Terms. All members of a committee or advisory board shall have expertise or interest in the subject area of which they serve and must be a member of SNA and SNAI. Chairs will be appointed by the president, subject to executive board approval, for a term of one year.

Section 3. Special Committees.

Special committees and/or advisory boards will be appointed by the president with approval of the executive board.

ARTICLE IX – PARLIAMENTARY AUTHORITY

The rules contained in the eleventh edition of *Robert's Rules of Order Newly Revised* shall govern this association in all cases that are not otherwise provided for in the law, the articles of incorporation, bylaws or adopted rules. When a new edition of the parliamentary authority is published, the board may, by majority vote and after ensuring that they have familiarized themselves with the changes in the new version, update the edition reference in the bylaws. Members shall be notified promptly after the change is made.

ARTICLE X – AMENDMENT

Section 1. Submission

Amendments to these bylaws must be submitted in writing, no less than two weeks prior to the winter board meeting, to the chair of the resolutions and bylaws committee in any one of the following ways by:

- An official request of a chapter.
- Majority vote of the board.
- An official request of association committees or advisory boards.
- Written petition signed by 10% of current membership.
- Proposal from the floor of the annual meeting at the annual state conference.

Section 2. Approval.

Amendments to the bylaws of the Association will be submitted to the general membership at the annual meeting at the annual state conference. Amendments that were submitted to the membership in writing no less than 45 days prior to the annual state conference shall require a two-thirds vote of the members present for approval. Proposed amendments to these bylaws shall be sent to SNA in accordance with the SNA state affiliation agreement.