

1 **School Nutrition Association Iowa**
2 **By Laws**

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5 **ARTICLE I – NAME**
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7 The name of this association shall be the School Nutrition Association of Iowa, also
8 referred to as the association or SNAI, a 501(c)(4) corporation chartered in the State of
9 Iowa. SNAI is a chartered affiliate of the School Nutrition Association, Inc. (SNA) and
10 bound by the SNA state affiliate agreement and the SNA bylaws.
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13 **ARTICLE II – OBJECT**
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15 SNAI is Iowa’s state organization of school nutrition professionals committed to
16 advancing the quality of school meal programs through education and advocacy, and
17 supporting the mission and values of the School Nutrition Association, Inc.
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20 **ARTICLE III - MEMBERS**
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22 **Section 1. Application**

23 Persons eligible in accordance with the qualifications set forth in these bylaws, shall
24 become a member of School Nutrition Association of Iowa, Inc. (SNAI or the
25 “Association”) upon application and payment of appropriate dues. SNAI members must
26 also be School Nutrition Association (SNA) members.
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29 **Section 2. Membership Categories**

30 There shall be the following categories of membership: school nutrition members,
31 affiliate members and associate members. The executive director shall prepare a list of
32 current members, and make it available for inspection at all regular meetings or
33 adjournments to any member or member’s agent or attorney. All members will be
34 eligible to attend the executive board’s meetings and annual member’s meeting as
35 observers.
36

- 37 A. School nutrition members – School nutrition members shall consist of employees,
38 managers, supervisors/directors and specialists, and educators in eligible fields as
39 defined by SNA. School nutrition members whose dues are currently paid shall be
40 entitled to vote on the election of officers for the coming year and to vote upon any
41 matter submitted to voting membership. Retired school nutrition members shall have
42 all the rights and privileges of school nutrition members except they are not eligible
43 for nomination to an elective office. Members holding school and school district-
44 owned membership shall have all the rights and privileges of School nutrition
45 members, but if they cease to be employed will forfeit such membership and
46 privileges unless they acquire an individual membership. School nutrition members

47 who hold individual memberships and cease to be employed in an eligible field may
48 continue their membership until their renewal date.

49
50 B. Affiliate members – Affiliate members are members who choose the option of being
51 nonvoting supporter members. Affiliate members may be school nutrition employees
52 working less than four hours per day or retired members.

53
54 C. Associate members – Associate member categories shall consist of retired
55 members, students enrolled in post-secondary food, nutrition, health or other food
56 related programs, industry consultants, corporations, international child nutrition
57 individuals and other individuals and nongovernment organizations committed to
58 furthering the goals of the association.

59
60 Section 3. Membership Types

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

69
70 Section 4. Dues

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

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77 **ARTICLE IV – OFFICERS**

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79 Section 1. Officers

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

87
88 A. President – The president shall:

- 89 • Serve as the chair of the board and executive committee;
- 90 • Represent SNAI in policy matters and at external events;
- 91 • Appoint chairs and members of committees and advisory boards not otherwise
92 specified in the standing rules or bylaws;

- 93 • Serve as an ex-officio member of all committees and advisory boards except for
- 94 the nominating committee;
- 95 • Direct the implementation of the plan of action; and
- 96 • Supervise the executive director and review job performance.

- 97
- 98 B. President-elect – The president-elect shall:
- 99 • Perform the duties of the president in the president’s absence, and represent the
 - 100 association at the request of the president;
 - 101 • Chair the membership committee and a committee approved by the executive
 - 102 board to prepare a plan of action consistent with SNAI’s strategic plan and the
 - 103 School Nutrition Association’s plan of action for the ensuing year;
 - 104 • Present the approved plan of action to the board at the leadership workshop prior
 - 105 to year as president, and to members at the annual state conference members
 - 106 meeting;
 - 107 • Recommend to the board members and chairs of committees, advisory boards,
 - 108 and representatives to serve for the ensuing year;
 - 109 • Serve as chair of the annual state conference, including appointing a local
 - 110 arrangement person; securing the keynote speakers, and coordinating and
 - 111 preparing the annual conference booklet;
 - 112 • Plan the directors meeting and coordinate the leadership workshop for the
 - 113 ensuing year; and
 - 114 • Assume the office of president at the end of the term. Time spent filling a
 - 115 vacancy shall not be included in the subsequent term served as president.

- 116
- 117 C. Vice President – the vice president shall:
- 118 • Coordinate activities of standing committees and advisory boards, except the
 - 119 nominating committee;
 - 120 • Chair the nutrition/education committee;
 - 121 • Serve as co-chair of the bylaws and resolutions committee, and coordinate
 - 122 revisions and updates of bylaws and the policy and procedure manual;
 - 123 • Work with the Department of Education to coordinate and plan the nutrition
 - 124 seminar and with region chairs to coordinate and plan regional workshops;
 - 125 • Submit nutrition seminar and regional workshops program agendas to the board
 - 126 for review;
 - 127 • Review and recommend sites for future annual state conferences at least three
 - 128 years in advance;
 - 129 • Review the strategic plan with the board and plan strategic workshops when
 - 130 appropriate; and
 - 131 • Perform the duties of the president-elect in the absence of the president-elect;

- 132
- 133 D. Secretary/Treasurer – the secretary/treasurer shall:
- 134 • Record all minutes of the executive board, the executive committee, the
 - 135 members meeting, coordinating with the association executive director prior to
 - 136 publication;
 - 137 • Submit a full financial report at executive board meetings and a financial

- 138 summary report, including copies of the proposed budget, at the annual state
139 conference members meeting;
- 140 • Draft a proposed annual budget in cooperation with the executive team before
 - 141 submitting it to the executive board for approval;
 - 142 • Supervise and monitor the association’s funds, investments and securities;
 - 143 • Notify officers and the chairs of each committee and advisory board of budgeted
 - 144 funds; and
 - 145 • Report expenditures against budget, and publish an end-of-year balance sheet.

- 146
- 147 E. Immediate Past President – the immediate past president shall:
- 148 • Advise the executive committee and board;
 - 149 • Chair the scholarship committee and the bylaws committee; and
 - 150 • Serve as a member of the nominations committee.

151

152 Section 2. Eligibility

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

159

160 Section 3. Vacancies

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

166

167 Section 4. Removal.

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

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175 **ARTICLE V – MEETINGS**

176

177 Section 1. Annual Business Meeting.

178 There shall be an annual business meeting held at the annual state conference, open to
179 all members attending the conference. Special meetings may be called by the president
180 with a majority vote of the members of the executive board. Notice of the meeting,
181 including date, place, and time will be published on the association’s website no less
182 than 45 days prior to the date of the meeting. The executive board, past association
183 presidents, standing committee chairs, chapter presidents, and chapter presidents-elect

184 shall comprise the voting members. Chapters may elect/appoint voting members or
185 alternates.

186
187 A. All proposed resolutions to be considered at the annual meeting at the annual state
188 conference must be submitted to the executive board in writing, no later than two
189 weeks prior to winter board meeting. Upon consent of a majority of the members a
190 written resolution may be submitted from the floor at the annual meeting.

191
192 B. Proposed resolutions submitted by April 1st will be mailed to all members no less
193 than thirty days prior to the annual meeting. Notice may be sent electronically as
194 allowed by law.

195
196 C. Adoption of proposed resolutions shall require a majority vote of the association's
197 members entitled to vote.

198
199 D. Resolutions that are in conflict with the association's bylaws will not be presented to
200 the membership.

201
202 Section 2. Conferences.

203 A. Annual State Conference – There shall be an annual state conference. The date,
204 place, and time shall be published on the association's website. All of the association's
205 members may attend the annual state conference at their own expense.

206 B. Legislative Action Conference – A legislative action conference may be held
207 annually to evaluate legislative needs and plan strategies for legislative activities. All
208 members and nonmembers who have a special interest in food and nutrition programs
209 may attend this conference at their own expense.

210
211 Section 3. Workshops.

212 A. Leadership Workshops – Leadership workshops may be held annually. The purpose
213 of these workshops is to develop leadership and present the association's plan of
214 action for the ensuing year. The date and location of the leadership workshop must
215 be arraigned by the incoming president.

216 B. Region Workshops – A region workshop may be held annually to provide education
217 and share technical assistance and expertise.

218 C. Industry Workshop – An industry workshop may be held annually to provide dialogue
219 between the association and industry, project program needs, share technical
220 assistance and expertise.

221 D. Strategic Planning Workshop – A strategic planning workshop may be held to
222 provide direction and goals consistent with SNA's strategic plan.

223 E. Nutrition Seminar – The nutrition seminar shall be held annually to provide
224 membership with education, expertise and technical assistance in the area of
225 nutrition.

226 F. Directors Meeting – District directors and supervisors shall may be invited to attend
227 an SNAI sponsored meeting annually to update the directors on state and federal
228 law changes and relevant topics.

229

230
231 **ARTICLE VI – EXECUTIVE BOARD**
232

233 Section 1. Composition.

234 The SNAI executive board shall be composed of the officers, region chairs, region co-
235 chairs, and up to three industry representatives. The director or designee of the
236 Department of Education, Bureau of Nutrition and Health Services, and all standing
237 committee chairs appointed by the president shall serve as a nonvoting ex-officio
238 member of the board.
239

240 Section 2. Executive Board Meetings.

241 The executive board will meet at least four times each calendar year. These meetings
242 will be held at the call of the president, or upon the request of the executive board. One
243 executive board meeting will be held immediately before the annual state conference.
244 The board may not make decisions by email communication except as allowed by law.
245 Notice of board meetings may be sent electronically as allowed by law. A majority of the
246 executive board shall constitute a quorum.
247

248 Section 3. Authority.

249 The executive board shall be the association’s executive body. It shall formulate
250 policies, adopt the annual budget, receive and act on reports and resolutions, conduct
251 the association’s affairs and have all other powers and duties specifically provided by
252 the State of Iowa and the association governing documents, other than those reserved
253 to the members.
254

255 Section 4. Executive Committee

256 There shall be an executive committee composed of the officers, and the executive
257 director as a nonvoting ex-officio member. The executive committee shall have all of the
258 powers of the board when acting for the board in urgent situations or as directed by the
259 board, but may not alter established board policy. The executive committee shall review
260 the annual budget, direct the annual audit, and provide input to the president on the
261 performance of the executive director. The executive committee will meet upon the call
262 of the president or at the request of three members of the executive committee, and will
263 convene prior to any executive board meetings to review matters and make
264 recommendations.
265

266 Section 5. Region Chairs.

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

271 A. Region Chairs – The region chairs shall:

- 272 • Represent their regions and present their members concerns to the executive
273 board;
- 274 • Organize new chapters and assist chapters with their plan of action;
- 275 • Maintain a file of chapter officers, notifying the president of any changes;

- 276 • Communicate with chapters and members concerning current events and
277 educational opportunities;
278 • Coordinate plans for region workshops; and
279 • Provide recommendations for potential officer candidates, appointed committees
280 and advisory boards.
281

282 B. Region Co-Chairs – The region co-chairs shall assist and consult with the region
283 chair and assist in planning the region workshop.
284

285 Section 6. Industry Representatives.

286 The industry representatives will have the following responsibilities and duties:

- 287 • Promote the associations plan of action;
288 • Provide the association with leadership, support, technical assistance, resource
289 lists and/or materials;
290 • Serve as chair of industry workshop/meeting;
291 • Express the views of industry;
292 • Promote membership;
293 • Provide recommendations to the president-elect for appointments to committees;
294 • Survey industry and provides recommendations to nomination committee;
295 • Serve as advisors to conference exhibits and sites committee; and
296 • Perform other duties as assigned or as become necessary.
297

298 Section 7. Liaisons.

299 There may be the following liaisons:

- 300 • Academy of Nutrition and Dietetics
301 • Iowa Nutrition Network
302 • Iowan Fit for Life
303 • Iowa Partners Action for Healthy Kids
304 • Farm to School
305 • Healthy Kids Act Advisory Committee
306 • Others approved by the board
307

308 Section 8. Executive Director

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

- 311 • Serve as a backup to the secretary/treasurer for recording minutes of the SNAI
312 board meeting;
313 • Send appropriate notices and copies of the executive board's minutes to the
314 executive board's members for distribution as appropriate; Including, but not
315 limited to, the SNAI web site;
316 • Assist with the SNAI annual state conference;
317 • Provide accurate record keeping and accountability services;
318 • Maintain open communication with membership;
319 • Provide support for all board activities;
320 • Assist with association meetings;

- 321 • Assist with election results; and
322 • Perform duties as described in contract and by the direction of the president.
323
324

325 **ARTICLE VII – REGIONS AND CHAPTERS**
326

327 Section 1. Regions

328 The association shall consist of four regions, defined by a division of counties approved
329 by the board. A map of the four regions will be listed in the association’s standing rules.
330

331 Section 2. Chapters.

332 Any chapter within the state will be eligible for affiliation with SNAI provided the chapter
333 has state and national members. Chapter bylaws shall not conflict with the association’s
334 articles of incorporation, bylaws or standing rules. Each chapter is encouraged to adopt
335 a plan of action consistent with SNAI’s plan of action.
336
337

338 **ARTICLE VIII – COMMITTEES**
339

340 Section 1. Appointed Standing Committees. There will be the following appointed
341 standing committees:

- 342 • Annual State Conference
343 • Annual State Conference Exhibits
344 • Legislative
345 • Nutrition Education
346 • Marketing/Social Media/Publications
347 • Nominating
348 • Certification/Membership
349

350 Section 2. Eligibility and Terms. All members of a committee or advisory board shall
351 have expertise or interest in the subject area of which they serve and must be a
352 member of SNA and SNAI. Chairs will be appointed by the president, subject to
353 executive board approval, for a term of one year.
354

355 Section 3. Special Committees.

356 Special committees and/or advisory boards will be appointed by the president with
357 approval of the executive board.
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361 **ARTICLE IX – PARLIAMENTARY AUTHORITY**
362

363 The rules contained in the eleventh edition of *Robert’s Rules of Order Newly Revised*
364 shall govern this association in all cases that are not otherwise provided for in the law,
365 the articles of incorporation, bylaws or adopted rules. When a new edition of the
366 parliamentary authority is published, the board may, by majority vote and after ensuring

367 that they have familiarized themselves with the changes in the new version, update the
368 edition reference in the bylaws. Members shall be notified promptly after the change is
369 made.

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372 **ARTICLE X – AMENDMENT**

373

374 **Section 1. Submission**

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

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

383

384 **Section 2. Approval.**

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

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392

393 **ARTICLE XI – MISCELLANEOUS**

394

395 A. In the event the dissolution of the Association becomes necessary, it will be
396 dissolved in accordance with the articles of incorporation and applicable federal and
397 state law.

398

399 B. The Association shall have the following publications: The Flash; Web site; and
400 others authorized as necessary.