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**AMENDED  
CERTIFICATE OF INCORPORATION  
OF  
IDAHO SCHOOL NUTRITION ASSOCIATION**

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Pursuant to the Certificate of Incorporation of the Idaho School Nutrition Association as Heretofore amended, this instrument shall constitute the Amended Certificate of Incorporation of the forenamed not for Profit Corporation.

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**ARTICLE I – NAME**

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The name of this organization shall be the “IDAHO SCHOOL NUTRITION ASSOCIATION”. Which is an incorporated association, (hereinafter referred to as the Association).

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**ARTICLE II – PURPOSES**

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The objects and purposes for which this Corporation is formed are to act as an organization not for profit and operated exclusively for purposes as described in Section 501 (c )(6) of the Internal Revenue Code of 1986 and any subsequent amendments thereto and substitutions therefore, and in the course thereof, and subject thereto, to act as follows:

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1. Promote the optimal health, nutrition and education of all children by supporting nutritionally adequate and educationally sound, financially accountable, nonprofit child nutrition and school community nutrition programs. Students receive consistent nutrition messages throughout the school, classroom, cafeteria, home, community and media.
2. Promote high standards of child nutrition and school community programs with emphasis on nutritionally adequate meals that are appealing to children.
3. Promote united efforts between school personnel (to include but not limited to superintendents, building and program administrators, school nurses, teachers, and support staff) allied organizations, industry, parents, and the general public to assure every child an opportunity to receive the benefits of the child nutrition and nutrition education programs.
4. Promote high standards and provide appropriate educational programs, incentives and recognition for professional development of child nutrition personnel.
5. Promote research and development in child nutrition programs.
6. Promote the establishment of a national nutrition policy and legislation which provides optimal nutrition and nutrition education for children.
7. Promote the involvement of students and the school community in child nutrition programs.
8. Promote membership and provide services to members.
9. Take any and all actions authorized to corporations organized not for profit under the laws of the State of Idaho and the aforementioned section of the Internal Revenue Code to carry out the foregoing objects and purposes.

47 **ARTICLE III – TERM**

48 This Corporation shall have perpetual existence.

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50 **ARTICLE IV – MEMBERSHIP**

51 Members shall comprise persons presently or previously employed in, teaching or  
52 administering food and nutrition service programs in schools, colleges, and universities  
53 at every level; persons employed by the Corporation itself or by any level of government  
54 dealing with such food and nutrition service programs. Membership in the corporation  
55 shall be further governed by criteria established within the Bylaws of the Corporation;  
56 the kinds and classes of members and rights and privileges of each shall be set forth in  
57 the Bylaws.

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59 **ARTICLE V – MANAGEMENT**

60 The Corporation shall be managed by an executive **committee board**. The president will  
61 be appointed by the membership as provided in the Bylaws of the Corporation.

62 The executive **committee board** shall consist of those persons filling offices designated  
63 by the Bylaws of this Corporation and subject to the terms and conditions therein set  
64 forth.

65 The House of Delegates shall be the legislative **and governing** body of the Association.

66 It shall formulate goals and policies under which the executive **committee board**  
67 manages the affairs of the Association. Membership of the House of Delegates shall be  
68 provided for in the bylaws.

69

70 **ARTICLE VI – REGISTERED OFFICE AND AGENT**

71 The address of the initial registered office of the Corporation is Idaho School Nutrition  
72 Association, P.O. Box 83720, Boise, Idaho 83720-0027. The name and initial registered  
73 agent of the Corporation is the current president of the Association.

74

75 **ARTICLE VII – INITIAL DIRECTOR**

76 The name and address of the president of the Corporation is the current president of  
77 the Association, P.O. Box 83720, Boise, Idaho 83720-0027.

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79 **ARTICLE VIII– TAX-EXEMPT STATUS**

80 Notwithstanding any other provision of these Articles of Incorporation, the Corporation  
81 shall not directly or indirectly carry on any activity which would prevent it from obtaining  
82 exemption from federal income taxation as a corporation described in Section **501(c)(6)**  
83 of the Code, or cause it to lose such exempt status. No part of the net earnings of the  
84 Corporation shall inure to the benefit of, or be distributable to any member, or officer of  
85 the Corporation, or any other private person, except that the Corporation shall be  
86 authorized and empowered to pay reasonable compensation for services rendered to or  
87 for the Corporation and to make payments and distributions in furtherance of the  
88 purposes set forth in Article II hereof.

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91 **ARTICLE IX – DISSOLUTION**

92 In the event of the dissolution or final liquidation of the Corporation, all of the remaining  
93 assets and property of the Corporation shall, after paying or making provision for the  
94 payment of all of the liabilities and obligations of the Corporation and for necessary  
95 expenses thereof, be distributed to such organization or organizations organized and  
96 operated exclusively for such purposes as shall at the time qualify as an exempt  
97 organization or organizations under Section 501(c)(3) or 501(c)(4) of the Code as the  
98 executive **committee board** shall determine. In no event shall any of such assets or  
99 property be distributed to any member, or officer, or any private individual.

100

101 **ARTICLE X – LIMITATION OF LIABILITY**

102 To the fullest extent permitted by the Idaho Non-stock Corporation Act, as now in effect  
103 or as may hereafter be amended, no Officer of the Corporation shall be personally liable  
104 for damages in any proceeding brought by or in the right of the Corporation, or in  
105 connection with any claim, action, suit or proceeding to which he or she may be or is  
106 made a party by reason of being or having been an Officer of the Corporation.

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137 **BY-LAWS**  
138 **Of**  
139 **THE IDAHO SCHOOL NUTRITION ASSOCIATION**

140 **ARTICLE I**  
141 **NAME**

142 **The name of this association shall be the Idaho School Nutrition Association,**  
143 **also referred to as the association or ISNA, a 501(c)(6) corporation chartered**  
144 **in the State of Idaho. ISNA is a chartered affiliate of the School Nutrition**  
145 **Association, Inc. (SNA) and bound by the SNA state affiliate agreement and**  
146 **the SNA bylaws.**

147 **ARTICLE II**  
148 **MISSION AND PURPOSE**

149 **To support the purposes as outlined in the articles of incorporation and the**  
150 **mission and values of the School Nutrition Association, Inc.**

151 **ARTICLE III**  
152 **MEMBERSHIP**

153 **SECTION A: MEMBERSHIP CATEGORIES:**

154 There shall be the following categories of membership: school nutrition members,  
155 affiliate members and associate members. When chartered affiliates exist, school  
156 nutrition, retired and student members shall also be members of the state affiliate. All  
157 members shall be eligible to attend the meetings of the delegate assembly as  
158 observers.

- 159 **1. School nutrition members** – School nutrition members shall consist of  
160 employees, managers, supervisors/directors and specialists, and educators  
161 **working in eligible fields as defined by SNA.**

162 School nutrition members who hold individual memberships and cease to be employed  
163 in an eligible field may continue their membership until their renewal date.

164 School nutrition members whose dues are currently paid as of November shall be  
165 entitled to vote for the election of officers and to vote on any matter submitted to  
166 the voting membership, shall be eligible to serve on committees subject to any  
167 additional restrictions in these bylaws, and shall be eligible for nomination to  
168 national elected office as allowed by these bylaws.

- 169 **2. Affiliate members** – Affiliate members are members who choose the option of  
170 being non-voting supporter members. Affiliate members may be school nutrition  
171 employees working less than four hours per day or retired members. Affiliate  
172 members shall not be eligible for nomination to national elective office.

183 3. **Associate members** – Associate member categories shall consist of retired  
184 members, students enrolled in postsecondary food, nutrition, health or other food  
185 related programs, industry consultants, corporations, international child nutrition  
186 individuals and other individuals and nongovernment organizations committed to  
187 furthering the goals of the association.  
188

189 Associate retired members whose dues are currently paid as of November 30 shall be  
190 entitled to vote for the election of officers and to vote on any matter submitted to  
191 the voting membership and shall be eligible to serve on committees subject to  
192 any additional restrictions in these bylaws.  
193

194 Associate members in the student, international and “other” categories shall be non-  
195 voting members, and are not eligible for nomination to national elective office.  
196

197 Industry consultant members and the two designated representatives of each corporate  
198 member shall be entitled to vote for the election of the industry chair of the  
199 industry advisory council.  
200

#### 201 **SECTION B: DUES:**

202 Dues for members shall be established by a majority vote of the members voting in the  
203 House of Delegates, and shall be remitted directly to SNA.  
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207 **SECTION C: CHAPTER AND AREA AFFILIATES:** Each chapter shall have one school  
208 food service and nutrition association chartered by the board which shall constitute the  
209 chapter affiliate. Where there are no chapters in an area, the area representative shall  
210 provide leadership to these members according to the practices set forth by State  
211 membership. Members not belonging to a chapter affiliate will be represented in the  
212 House of Delegates by their Area Representative’s vote.  
213

214 Each chapter shall be entitled to representation in the house, provided the following  
215 conditions are met:

216 1. A chapter may establish separate membership dues so long as such dues do not  
217 exceed a sum equal to the national dues for such member’s class of  
218 membership.

219 2. Chapter affiliate Articles of Incorporation, and/or constitution and/or Bylaws shall  
220 not conflict with the State or National Articles of Incorporation, Bylaws, or  
221 standing rules.

222 3. Only school nutrition members regularly employed in an eligible field and life  
223 members for whom no conflict of interest exists, shall be eligible to serve as  
224 officers of chapter affiliates.

225 4. Each chapter affiliate shall adopt a Plan of Action consistent with the State Plan  
226 of Action.  
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### ARTICLE IV

228 **OFFICERS**

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230 **SECTION A: OFFICERS:** The officers shall be: president, president-elect, vice  
231 president, secretary, treasurer, **executive assistant**, and area representatives.

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233 **SECTION B: ELIGIBILITY AND TERMS OF OFFICE:** All officers shall hold office until  
234 the end of the Annual National Conference. ~~Candidates for any State office shall have~~  
235 ~~held membership in the Association for at least three years immediately preceding the~~  
236 ~~nomination.~~ A candidate for office shall:

- 237 1. Be regularly employed in an eligible field. ~~but may not be employed as a~~  
238 ~~supervisor, regional manager or corporate officer of a for profit organization.~~
- 239 2. Be elected for a specified term and shall maintain membership at the time of  
240 nomination and election, except that the president, president-elect, and vice  
241 president shall also maintain membership throughout the term of office. If a  
242 change in status occurs for other officers and directors, they shall complete their  
243 term of office provided one half of their term has been completed.
- 244 3. **Shall be a SNA member in good standing.**
  - 245 a. **President.** The president shall be the chief elected officer and shall serve one  
246 year, **becoming the executive assistant the following year.**
  - 247 b. **President-elect.** The president-elect shall serve for one year, becoming the  
248 president the **following** year.
  - 249 c. **Vice president.** The vice president shall be elected annually and serve for  
250 one year, becoming the president-elect the **following** year.
  - 251 d. **Secretary.** The secretary shall be elected in even numbered years and shall  
252 serve for two years.
  - 253 e. **Treasurer.** The treasurer shall be elected in odd numbered years and shall  
254 serve for two years.
  - 255 f. **Executive Assistant.** **The executive assistant shall serve for one year and**  
256 **will be outgoing president.**
  - 257 g. **Area representatives.** Area representatives shall be elected for a two-year  
258 term; their place of employment shall be in the respective region at the time of  
259 nomination and election. Election shall be on the following /schedule:

Odd Years	Even Years
Area 1	Area 2
Area 3	Area 4
Area 5	Area 6
Area 7	Area 8

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267 **SECTION C: ELECTION:** Election of Association officers: vice president, secretary,  
268 treasurer, and area representatives shall be conducted in a cost effective and efficient  
269 manner. The board shall determine the methodology and timelines for balloting  
270 procedures and notification of candidates.

271 **SECTION D: RESPONSIBILITIES OF ELECTED OFFICERS:**

272 **1. President**

273 The president shall:

- 274 a. Provide leadership to ensure the strategic direction and values of the
- 275 association are maintained;
- 276 b. Represent the Association before the public as the official representative of
- 277 the Association;
- 278 c. Preside over all meetings of the board and the membership;
- 279 d. Serve and make appointments as required by these bylaws and other
- 280 governing documents, including serving as ex-officio on all committees, and
- 281 e. Perform other duties incident to the office of president, whether assigned by
- 282 the board or the Association governing documents.

283 **2. President-elect**

284 The president-elect shall:

- 285 a. Perform the duties of president in case of temporary absence or temporary
- 286 inability to serve;
- 287 b. Preside over the delegate assembly;
- 288 c. Serve and make appointments as required by these bylaws and other
- 289 governing documents including recommending, for board approval, the
- 290 appointment of incoming members of committees and advisory councils to fill
- 291 applicable expiring terms; and
- 292 d. Perform other duties incident to the office of president-elect as assigned by
- 293 the president, the board or Association governing documents.

294 **3. Vice president**

295 The vice president shall:

- 296 a. Perform the duties of the president-elect in the president-elect's temporary
- 297 absence;
- 298 b. Serve as required by these bylaws and other association governing
- 299 documents; and
- 300 c. Perform other duties incident to the office of vice president as assigned by the
- 301 president, the board or Association governing documents.

302 **4. Secretary**

303 The secretary shall:

- 304 a. Ensure the accurate recording of the minutes of the delegate assembly, the
- 305 board, the executive board;
- 306 b. Perform other duties incident to the office of secretary as assigned by the
- 307 president, the board or Association governing documents.

308 **5. Treasurer**

309 The treasurer shall:

- 310 a. Monitor the association funds, investments and securities and give an
- 311 unaudited financial report annually to the delegate assembly;
- 312 b. Submit an annual budget to the board; and
- 313 c. Perform other duties incident to the office of treasurer as assigned by the
- 314 president, the board or Association governing documents.

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318 **6. Executive Assistant**

319 The executive assistant shall:

- 320 a. Provides management support to the president;
- 321 b. Provides guidance to other members of the executive committee;
- 322 c. Sets meeting appointments with State Legislators and Representatives for
- 323 President and President Elect attending Legislative Action Conference;
- 324 d. Perform other duties incident to the office of executive assistant, as assigned
- 325 by the president, the board or Association governing documents.

326 **7. Area representatives:**

327 The area representatives shall:

- 328 a. Promote the Association's Plan of Action.
- 329 b. Express the views of the chapter affiliates and area members.
- 330 c. Provide liaison between chapter affiliates, area members and board.
- 331 d. Communicates with and assists chapter affiliates.
- 332 e. Perform other duties as assigned by the president, the board or Association
- 333 governing documents.

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336 **SECTION E: REMOVAL FROM OFFICE:**

337 Any officer who is found in violation of conditions required for election, a breach of  
338 fundamental principles or rules of the Association, or failing to work under the  
339 framework of the Association may be removed from office. The board, upon receipt of  
340 charges, shall investigate the charges, hold a hearing at which the affected officer may  
341 appear and present a defense, and shall render a decision.

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345 **ARTICLE V**  
346 **MEETINGS**

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348 **SECTION A: TYPE OF MEETINGS:**

- 349 1. **State Conference.** There shall be an annual meeting of the Association, the  
350 date and place of which shall be determined by the board. Notice of this meeting  
351 including date, place, and time shall be sent to each member of the Association  
352 via email or the official Association website no less than forty-five (45) days prior  
353 to the Conference.
- 354 2. **House of Delegates.** There shall be a meeting of the House of Delegates held at  
355 the time of the Annual State Conference, called by the chairman of the House of  
356 Delegates who shall be the president-elect of the Association.
- 357 3. **Executive Committee board.** The executive committee board shall meet at  
358 least annually. It shall also meet at the call of the president, or upon the request  
359 of a majority of members of the board.
- 360 4. **Leadership Training.** Leadership Training shall be held annually. The dates,  
361 number of meetings and locations shall be approved by the executive committee  
362 board. Association members shall be invited to attend. The purpose of the



363 seminar is to develop leadership and present the Association's Plan of Action for  
364 the ensuing year.

365 5. **Special Meeting.** Special meetings and seminars of the Association may be  
366 called or approved by the executive **committee board**.

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368 **SECTION B: EXPENSES:** The Association shall set limits within budgetary restraints  
369 for reimbursements of, and procedures for, expenditures by the Association staff and  
370 members who travel on official business.

371 1. **Executive Committee board.** The expenses incurred by the executive  
372 **committee board** members in attending meetings of the executive **committee**  
373 **board** including pre and post-convention board meetings may be reimbursed by  
374 the Association at the current approved rates. No lodging or per diem expenses  
375 will be reimbursed for days during the Annual Conference.

376 2. **Committees.** E-meeting and conference calls are encouraged as expenses will  
377 not be reimbursed for these meetings.

378 3. **Annual National Conference.** The transportation, lodging, or per diem costs  
379 shall not be reimbursed for any member of the Association except as herein  
380 provided in this section. Such members shall not be eligible for any honorariums  
381 or any other reimbursements. Money shall be budgeted to defray expenses of  
382 the president, president-elect, vice president, or alternates to the National  
383 Convention.

384 4. **Annual State Conference.** The transportation, lodging, or per diem costs shall  
385 not be reimbursed for any member of the Association except as herein provided  
386 in this section. Such members shall not be eligible for any honorariums or any  
387 other reimbursements. Money shall be budgeted to defray expenses of the  
388 president, president-elect, vendor chair, and conference chair.

389 5. **Leadership Conference.** Money shall be budgeted to defray expenses of the  
390 president-elect and the vice president to attend the Leadership Conference.  
391 Expenses may be defrayed, if funds are available, for one additional board  
392 member and one additional member to attend Future Leader's Conference.

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## 395 **ARTICLE VI**

### 396 **HOUSE OF DELEGATES**

397 The House of Delegates shall be the legislative and governing body of the Association.  
398 It shall formulate the philosophies and goals under which the executive board manages  
399 the affairs of the Association. The House shall adopt amendments to the Articles of  
400 Incorporation, Bylaws, and standing rules; and have all other powers and duties  
401 specifically provided to it by the Articles of Incorporation and Bylaws.

402  
403 **SECTION A: COMPOSITION:**

404 1. The voting delegates shall include the board, past state presidents, standing  
405 committee chairs, elected chapter presidents and president-elects, or alternates.

406 2. Voting delegates of the House shall be **school nutrition members**, members-at-  
407 large, life or retired.

408 3. The State Director of Child Nutrition Programs shall be a nonvoting member.

409 **SECTION B: RESPONSIBILITIES:**

- 410 1. Formulates the philosophies and goals.  
411 2. Debates and reviews matters of professional interest.  
412 3. Makes general and specific recommendations to the board.  
413 4. Makes recommendations for the State Plan of Action.  
414 5. Takes action on proposed resolutions and amendments to the Bylaws.

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416 **SECTION C: VOTING:**

417 Each delegate is entitled to one vote.

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419 **SECTION D: QUORUM:**

420 One-third of the voting delegates shall constitute a quorum.

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422 **SECTION E: CHAPTER DELEGATE REPRESENTATION:**

423 Official membership data shall be to the executive board member, chapter presidents  
424 and president-elects preceding the State Conference.

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428 **ARTICLE VII**  
**EXECUTIVE COMMITTEE BOARD**

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430 The executive **committee board** shall be the policy making body of the Association, with  
431 full accountability and oversight for legal compliance, good name, and financial well  
432 being of ISNA. The executive **committee board** shall formulate policies and procedures,  
433 adopt the annual budget; review reports and resolutions; conduct and manage the  
434 affairs and have all other power and duties specifically provided to it by the Articles of  
435 Incorporation and Bylaws which are necessary to achieve the objectives not specifically  
436 delegated to other agents or agencies by the Bylaws. The **committee board** shall meet  
437 no less than three times a year to direct the business of the Association.

438

439 **SECTION A: COMPOSITION:**

440 Members shall consist of the president, president-elect, vice president, secretary,  
441 treasurer **and executive assistant.**

442 **SECTION B: RESPONSIBILITIES:**

- 443 1. Directs Association affairs in accordance with the Bylaws and the approved Plan  
444 of Action.  
445 2. Considers general and specific recommendations made by the House of  
446 Delegates.  
447 3. Adopts an annual budget for the Association.  
448 4. Manages and directs all financial affairs.  
449 5. Adopts the audit of Association books.  
450 6. Authorizes persons to sign checks, contracts, and other documents for the  
451 Association.  
452 7. Approves all committee and advisory board appointments.  
453 8. Fills vacancies of unexpired terms of board members, unless otherwise specified.  
454 9. Reviews the program for all State Conferences and seminars

- 455 10. Provides leadership in working with allied associations and groups which share a  
456 similar purpose.  
457 11. Fills vacancies occurring in office by a majority vote.  
458

459 **SECTION C: QUORUM:**

460 A majority of the members shall constitute a quorum.  
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465 **ARTICLE VIII**  
466 **BOARD**  
467

468 **SECTION A: COMPOSITION:**

- 469 1. Elected members shall consist of the president, as chair, president-elect, vice  
470 president, secretary, treasurer, executive assistant, area representatives, and  
471 appointed members.  
472 2. The State Director of Child Nutrition Programs shall be a nonvoting member.  
473

474 **SECTION B: RESPONSIBILITIES:**

- 475 1. Proposes to the executive committee board the administrative and management  
476 policies of Association business.  
477 2. Conducts all business referred to it by the board of directors.  
478 3. Acts when time does not practically permit a meeting of the entire board, as  
479 determined by the president.  
480 4. Reviews the annual budget of the Association.  
481 5. Reviews the financial status of the Association.  
482 6. Analyzes reports submitted to the board.  
483 7. Employs a Financial Professional who shall annually, or as needed, audit the  
484 Association's accounts.  
485 8. Publishes an annually audited financial statement available to all members.  
486 9. Report all actions taken to the board.  
487

488 **SECTION C: QUORUM:**

489 A majority of the members shall constitute a quorum.  
490  
491

492 **ARTICLE IX**  
493 **LOCAL CHAPTER AFFILIATES**  
494

495 The local school food service association hereinafter referred to as chapters, shall be  
496 eligible for affiliation with the Association on written application provided the following  
497 conditions are met. (Note, when there are no chapters in an area, the Area  
498 Representative shall provide leadership to these members according to the practices  
499 set forth by state membership.)

- 500 1. A chapter Affiliate of the Association may establish separate membership.

- 501 2. Each chapter Affiliate shall adopt Bylaws which are not in conflict with the Bylaws  
502 of the Association.  
503 3. Only **school nutrition**, retired and life, members of the Association shall be eligible  
504 to serve as officers of chapter Affiliates.  
505 4. Each chapter Affiliate may adopt a Plan of Action of the Association.  
506

507 **SECTION A: AREAS:**

508 The State of Idaho shall be divided into areas as follows:  
509

510 **Area 1** - Counties of Boundary, Bonner, Kootenai, Benewah and Shoshone.

511 **Area 2** - Counties of Latah, Nezperce, Lewis, Clearwater and Idaho.

512 **Area 3** - Counties of Adams, Valley, Washington, Payette and Gem.

513 **Area 4** - Counties of Canyon and Owyhee.

514 **Area 5** - Counties of Ada, Boise, Elmore **and Gem**

515 **Area 6** - Counties of Twin Falls, Cassia, Jerome, Minidoka, Camas, Blaine,  
516 Gooding and Lincoln.

517 **Area 7** - Counties of Power, Oneida, Bannock, Bear Lake, Franklin, Caribou, **and**  
518 **Bingham.**

519 **Area 8** - Counties of Jefferson, Fremont, Madison, Teton, Bonneville, Lemhi, Custer,  
520 Butte, **and Clark.**

521 Each Area shall have a representative, elected as herein provided, who shall be a  
522 member of the board.  
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525 **ARTICLE X**  
526 **APPOINTED COMMITTEE CHAIRS**  
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528 There may be, but not limited to, the following appointed Representatives: Public Policy  
529 and Legislation, Conference Vendor, Leadership Development, Membership and  
530 Certification, Conference Chair and assistant, all appointed representatives report to the  
531 board.

532 **SECTION A: ORGANIZATION:**

533 Members shall be appointed by the president, subject to executive **committee board**  
534 approval. ~~Executive committee board members shall not hold more than one position at~~  
535 ~~any one time.~~ Board members may hold more than one position with the approval of the  
536 executive board. Committee chairs shall be appointed by the president to serve one (1)  
537 year with exception to the Public Policy and Legislation Chair and Vendor Chair which  
538 shall serve three (3) years; and the conference positions which shall serve one (1) year  
539 as the assistant and one (1) year as the chair.

- 540 1. Eligibility: All appointed committee chairs shall be members of the Association.  
541 2. Activities: The activities of the Association shall be conducted by the executive  
542 **committee board**, the House of Delegates and the appointed committee chairs.  
543 3. Appointed committee chairs: All committee chairs shall have representation  
544 from the various geographical regions where possible.

545 **SECTION B: APPOINTED COMMITTEE CHAIRS:**

546 There shall be the following appointed committee chairs:

- 547 1. **Leadership Development Chair:** The leadership development committee chair  
548 shall be the immediate past president of the Association and shall assume office  
549 immediately following his/her term of office.

550 Responsibilities:

- 551 a. Recruits nominees for open positions on the board.  
552 b. Assures nominees meet requirements of the position and confirms consent of  
553 nominees if not self-nominated.  
554 c. The leadership development committee is a standing committee and the chair  
555 shall be a voting member.

- 556 2. **Public Policy and Legislation Chair:** The public policy and legislation  
557 committee chair shall be appointed by the president.

558 Responsibilities:

- 559 a. Evaluates, interprets, recommends and responds to federal legislation and  
560 regulations.  
561 b. Informs the membership of current legislation.  
562 c. Develops legislative policy and positions for approval of the executive board  
563 and acts on behalf of the Association on legislative matters.  
564 d. Assists chapter affiliates in the development of legislative strategies and plans  
565 of action.  
566 e. The public policy and legislation committee is a standing committee and the  
567 chair shall be a voting member.

- 568  
569 3. **Membership and Certification Chair:** Membership and certification committee  
570 chair shall be appointed by the president.

571 Responsibilities:

- 572 a. Recommends to the executive **committee board** standards, policies and  
573 procedures pertaining to implementation of the Association's certifications  
574 program, evaluating and interpreting Association certification efforts and  
575 serving as a clearinghouse for certification information.  
576 b. Keeps members informed and make available to members an annual  
577 summary of developments relating to school food service certification efforts,  
578 maintain liaison with appropriate state and federal agencies, professional  
579 association and organizations and work with membership committee chairs of  
580 local chapters.  
581 c. Recommends to the executive **committee board** policies and procedures  
582 pertaining to the implementation of a membership program.  
583 d. Promotes membership through chapter membership committee chairs and  
584 assists chapters in developing membership drives. Analyzes membership  
585 trends and recommends appropriate action.  
586 e. The membership committee is a standing committee and the chair shall be a  
587 voting member.

- 588  
589 4. **Conference Chair and Assistant Conference Chair:** The conference assistant  
590 committee chair will be appointed by the president-Elect and shall act as the

591 Assistant to the standing conference chair for one (1) year. The consecutive  
592 year, the assistant will become the conference chair.

593 Responsibilities:

- 594 a. Plan and coordinate the annual conference.
- 595 b. Establish dates and location for conferences a minimum of three years in  
596 advance with approval of board.
- 597 c. Work closely with the vendor committee and State Department Child Nutrition  
598 Program to schedule pre-conferences, exhibitor's show and speakers for the  
599 conference.
- 600 d. Coordinates all entertainment and meals affiliated with the conference.

601  
602 **5. Conference Vendor Chair:** The conference vendor committee chair will be  
603 appointed by the president.

604 Responsibilities:

- 605 a. Contact vendors to solicit participation in conference vendors show.
- 606 b. Collect registration fees and assign booth locations.
- 607 c. Provide support to vendors during the show.

608  
609 **6. AD HOC:** These committee chairs (i.e communication, nutrition, professional  
610 standards & training,) designed to expedite the Association program of work,  
611 shall be named as needed by the president with the approval of the executive  
612 **committee board**. The tenure of each committee chair shall be at the discretion of  
613 the executive **committee board**.

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## 616 **ARTICLE XI** 617 **PUBLICATIONS**

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### 619 **SECTION A: REGULAR PUBLICATIONS:**

620 Association website will be updated with current information monthly.

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### 622 **SECTION B: OTHER PUBLICATIONS: amendment**

623 The executive **committee board** shall authorize and establish procedures for other  
624 publication as needed.

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## 628 **ARTICLE XII** 629 **PARLIAMENTARY AUTHORITY**

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

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637 **ARTICLE XIII**  
638 **AMENDMENTS**

639  
640 **SECTION A: METHOD OF PROPOSAL:**

641 Amendments to these Bylaws and the standing rules shall be proposed in writing no  
642 later than 60 days prior to the House of Delegates in any of the following ways:

- 643 1. By an official request of a chapter affiliate
- 644 2. By majority vote of the board
- 645 3. By an official request of Association committees or advisory boards.
- 646 4. By written petition signed by one-percent (1%) of the members of the  
647 Association.

648  
649 **SECTION B: PROCEDURES FOR AMENDING BYLAWS AND STANDING RULES:**

650 Amendments to Bylaws shall be adopted by a two-thirds vote at the annual meeting of  
651 the House or by a two-thirds mail vote returned, amendments to standing rules shall be  
652 adopted by a majority vote at the annual meeting of the House of Delegates or a  
653 majority mail vote returned:

- 654 1. Provided the vice president receives the amendments in writing postmarked sixty  
655 (60) days prior to the House of Delegates to be considered at the next annual  
656 House of Delegates State Conference.
- 657 2. Provided copies of the proposed amendments have been mailed to all members  
658 of the House of Delegates by email at least thirty (30) days prior to the meeting of  
659 the House of Delegates.

660  
661 **SECTION C: PROPOSED AMENDMENTS:**

662 Proposed amendments to these bylaws shall be sent to SNA in accordance with the  
663 SNA state affiliation agreement.  
664  
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666 **ARTICLE XIV**  
667 **RESOLUTIONS**

668 Resolutions proposed for approval at House of Delegates must meet the following  
669 criteria:

- 670 1. All proposed resolutions to be considered at the Annual State Conference shall  
671 be submitted to the vice president in writing, postmarked no later than sixty (60)  
672 days prior to the House of Delegates. Upon consent of a majority of the  
673 delegates a written resolutions may be submitted from the floor of the House of  
674 Delegates.
- 675 2. Proposed resolutions submitted prior to the House of Delegates shall be emailed  
676 to all members of the House thirty (30) days prior to the House of Delegates.
- 677 3. Adoption of proposed resolutions shall require a majority vote.
- 678 4. Resolutions which are in conflict with the Bylaws shall not be presented to the  
679 House.



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**ARTICLE XV  
DISSOLUTION**

Should dissolution of the Association become necessary, it shall be dissolved in accordance with Article VII of the Articles of Incorporation.

Revised: June 14, 2005, August 8, 2006, August 19, 2014, August 2016, July 2017