

BYLAWS
North Dakota School Nutrition Association

Our Vision

To be a leading child nutrition alliance committed to professional development, nutrition education, and the life-long health of tomorrow's adults.

Our Mission

Building a professional network to promote healthy lifestyles.

Our Values

Children* Health* Education* Nutrition* Teamwork*.

ARTICLE I
MEMBERSHIP

Section A. Classes of Membership

1. **Membership Categories** – There shall be the following categories of membership: school nutrition members, affiliate members and associate members. When chartered affiliates exist, school nutrition, retired and student members shall also be members of the state affiliate.
 - a. School Nutrition members – School nutrition members shall consist of employees, managers, supervisors/directors and specialists, and educators in eligible fields. Eligible fields shall be defined as:
 - Persons employed at the preschool, school, school district, college, state or federal levels in a food and nutrition program which serves meals;
 - Persons engaged in teaching or administration at the aforementioned levels
 - Persons engaged in teaching present or potential school nutrition personnel
 - Persons engaged in community nutrition programs; OR
 - Persons employed by the association or the state affiliate

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

- 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. Affiliate members shall not be eligible for nomination to national elective office.
 - 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.
2. **Ownership** - School nutrition memberships may be held by an individual or school district/organization owned. A person shall not hold both an individual and school district 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. School district/organization owned members may be transferred within the following membership categories: employees, managers, supervisor/directors/specialist, or educators employed in eligible fields.

Section B. Rights and Privileges of Members

1. All members whose dues, are currently paid, shall be entitled to vote for the election of officers for the coming year and any matter submitted to the voting membership of NDSNA.
2. NDSNA members who hold individual membership and cease to be employed in an eligible field may continue their membership until their renewal date.
3. Retired members shall have the rights and privileges of active members, provided the member does not become employed in a non-eligible field, except they shall not hold elected office.
4. All members shall have the right to attend Executive Board meetings as observers.
5. The official newsletter of NDSNA shall be distributed to all members.

Section C. Dues

1. State dues for each class of membership will be reviewed annually and may be changed by a two-thirds vote of the Executive Board. All rights and privileges of membership shall be terminated for nonpayment of dues.
2. Collection procedure: All SNA and NDSNA dues shall be submitted to the Treasurer or submitted directly to SNA.

**ARTICLE II
ORGANIZATION STRUCTURE**

Section A. Executive Board

1. **Composition**
 - a. Voting members of the Executive Board shall consist of the President, President-Elect, Vice President, Secretary, Treasurer, Professional Development Chair, Nutrition Chair, Awards Chair, Special Events Chair, Membership Chair, Past-President/Nominating Committee Chair, Newsletter Editor, Public Policy and Legislative Chair, Exhibits Chair.
 - b. Executive Board members must be SNA members.
 - c. Nonvoting members shall consist of the North Dakota Department of Public Instruction Representative and two Industry Representatives.
2. **Quorum**
 - a. A majority of the voting Executive Board members shall constitute a quorum. The Secretary shall take an official role to verify the presence of voting members at each meeting.
3. **Meetings**
 - a. The Executive Board shall meet at least four times each year which would include one before and one immediately after the Annual State Conference. Board Members shall be required to attend 3 of the 4 meetings (unless there are extenuating circumstances for non-attendance)
4. **Responsibilities**
 - a. The board shall be responsible for the management of the affairs of NDSNA.
 - b. Provide strategic direction for NDSNA;
 - c. Comply with financial obligations of care, loyalty and obedience;
 - d. Oversee NDSNA's business and financial affairs; and
 - e. Perform all duties usually entrusted to officers and directors of the association.

Section C. Chapters

1. Chapters

- a. Any group of interested parties in an eligible field may form an affiliate chapter of NDSNA. Chapters may be represented on the Executive Board by their Area Representative.
- b. A chapter may establish separate chapter membership dues.
- c. Chapter Bylaws shall not conflict with NDSNA Articles of Incorporation or Bylaws.

Section D. Committees

1. Ad Hoc Committees

- a. Upon approval of the Executive Board, the President may appoint Ad Hoc Committees for specific duties.

2. Conference Committee

- a. The Conference Committee shall be chaired by the President Elect. The Conference Committee shall include the President, Vice President, Treasurer, Exhibits Chair and Industry Co-Chairs to organize the Annual State Conference.

ARTICLE III OFFICERS

Section A. Elected Officers

- 1. To be eligible for any office, a member shall be an active member and have held membership in the association for at least one-year immediately preceding the nomination. The members shall be regularly employed in an eligible field. The President shall appoint any vacancy that occurs in between an election cycle. The primary responsibilities of each officer are listed below, but shall not be limited to those duties only. They shall hold office until the end of the Annual State Conference.

2. President

- a. The President shall be the chief elected officer of NDSNA and shall serve one (1) year.
- b. Responsibilities:
 - 1. Provide leadership to ensure the strategic direction and values of the association are maintained;
 - 2. Represent the association before the public as the official representative of the association;
 - 3. Preside over all meetings of the board and the membership;
 - 4. Serve and make appointments as required by these bylaws and other governing documents.
 - 5. Perform other duties incident to the office of president, whether assigned by the board or association governing documents.

3. President-Elect

- a. The President-Elect shall serve for one (1) year.
- b. Responsibilities:
 - 1. Perform the duties of president in case of temporary absence or temporary inability to serve;
 - 2. Organize and plan the Annual State Conference. Chair the Conference Committee
 - 3. Perform other duties incident to the office of president-elect as assigned by the president, the board or association governing documents.

4. Vice President

- a. The Vice President shall be elected annually and serve one (1) year in the position and will

subsequently move into President-Elect for one (1) year, President for one (1) year and Past-President/Nominating Committee for one (1) year

- b. Eligibility
 1. Have previous NDSNA Board experience.
 2. Have attended two (2) of the last five State Conferences.
 - c. Responsibilities
 1. Perform the duties of the President-Elect in the President-Elect's temporary absence;
 2. Serve as required by these bylaws and other association governing documents; and
 3. Perform other duties incident to the office of vice president as assigned by the president, the board or association governing documents
5. **Past President/Nominating Chair**
- a. Responsibilities
 1. Nominate incoming Vice President, Secretary and Treasurer.
 2. Review Bylaws annually and chair committee if needed.
6. **Secretary**
- a. The Secretary shall be elected for two (2) years, on even numbered years.
 - b. Perform duties incident to the office of secretary as assigned by the president, the board or association governing documents.
 - c. Responsibilities
 1. Ensure the accurate recording of the minutes of the Executive Board Meetings.
 2. Distribute meeting minutes to Board Members.
7. **Treasurer**
- a. The Treasurer shall be elected for two (2) years in odd numbered years.
 - b. Responsibilities:
 1. Monitor the association funds, investments and securities and give an audited financial report annually to the members.
 2. Provide a treasurer's report to the Executive Board at each board meeting.
 3. Perform other duties incident to the office of treasurer as assigned by the board or association governing documents.
 4. Obtain an annual audit by a Certified Public Accountant
 5. Serve on the Conference Planning committee.

Section B. Appointed Officers

1. **Awards Chair.** The Chair shall be appointed for a term of two (2) years, on odd years. The responsibilities of the Awards Chair are available in the NDSNA Handbook.
2. **Professional Development Chair.** The Chair shall be appointed for a term of two (2) years, on odd years. The responsibilities of the Professional Development Chair are available in the NDSNA Handbook.
3. **Membership Chair.** The Chair shall be appointed for a term of two (2) years, on even years. The responsibilities of the Membership Chair are available in the NDSNA Handbook.
4. **Newsletter Editor.** The Editor shall be appointed for a term of two (2) years, on odd years. The responsibilities of Newsletter Editor are available in the NDSNA Handbook.
5. **Nutrition Standards.** The Chair shall be appointed for a term of two (2) years, on odd years. The responsibilities of the Nutrition Standards Chair are available in the NDSNA Handbook.
6. **Special Events Chair.** The Chair shall be appointed for a term of two (2) years, on odd years. The responsibilities of the Special Events Chair are available in the NDSNA Handbook.
7. **Public Policy/Legislative Chair.** The Chair shall be appointed for a term of two (2) years, on odd years. The responsibilities of the Public Policy/Legislative Chair are available in the NDSNA Handbook.

Handbook.

8. **Exhibits Chair.** The Chair shall be appointed for a term of two (2) years, on even years. The responsibilities of the Exhibits Chair are available in the NDSNA Handbook.

9. **Industry Representatives.**

- **Industry Representative #1 – Appointed in Even Years**
- **Industry Representative #2 – Appointed in Odd Years**

The Industry Representatives shall be appointed for a term of two (2) years. The Representatives are the liaison between NDSNA and Industry. They are a non-voting member. The responsibilities of the Industry Representatives are available in the NDSNA Officer Handbook.

Section C. Elections - Election of Association Officers shall be by a simple majority vote. Voting shall take place at the Annual NDSNA Conference

Section D. Vacancies and Removal

1. **Vacancies**

- a. In case of death, resignation or removal of the President, the President-Elect shall succeed to the office of President for the remainder of the term, followed by the President-Elect's original term had the vacancy not occurred.
- b. In the case of death, resignation or removal of the President-Elect, the Vice President shall succeed to the office of President-Elect for the remainder of the term, followed by the President-Elect's original term had the vacancy not occurred.
- c. In the case of death, resignation or removal of any other officer, the Executive Board shall fill the vacancy for the remainder of the term, giving first consideration to other candidates who were on the ballot for that office at the time of election. In the event this candidate does not accept the appointment, the Executive Board will seek recommendation from Past President/Nominating Chair.

ARTICLE IV MEETINGS

Section A. Meetings

1. **Annual State Conference.** The Annual State Conference will be for the purpose of holding a business meeting and promoting growth of the membership through training sessions.
2. **Executive Board Meetings.** The Executive Board shall meet at least four times each year which would include one before and one immediately after the Annual State Conference. Board Members shall be required to attend 3 of the 4 meetings (unless there are extenuating circumstances for non-attendance). A majority of the members of the board then in office shall constitute a quorum.
3. **Special Meetings.** Special meetings may be called by the Executive Board.
4. **Acting Officers.** The Past-President shall act as chair, in the absence of the President, President-Elect, Vice President.
5. **Rules of Order -** Robert's Rules of Order shall govern the conduct of all meetings except when

they conflict with these Bylaws.

ARTICLE V RESOLUTIONS AND AMENDMENTS

Section A. Method of Proposal-Bylaw Amendments

1. Amendments to these Bylaws shall be proposed in writing, and mailed or emailed to the NDSNA Membership no later than 90 days prior to the Annual State Conference. Amendments may be adopted by two-thirds vote of membership attending the business meeting at the annual State Conference.

ARTICLE VI MANAGEMENT OF MONIES

Section A. Control of Money

1. All money received for dues, from conferences, contributions, or other sources shall be under the management of the Executive Board.
2. All Expenditures must have Executive Board Approval.

Section B. Responsibility

1. The responsibility for the proper deposit and withdrawal of monies shall be vested in the Treasurer. Signatures of the Treasurer and President shall be on file with the bank. Either the Treasurer or President may issue a check, but all checks must have two signatures. In case of emergency situations, the second signature may be signed by another Executive Board member.
2. Any NDSNA Member who incurs expenses due to their service for the Association, shall prepare an expense voucher of total receipts, and expenses, and submit the completed expense voucher to the treasurer, not more than 90 days after the event.
3. Any executive board member using the association credit card, must have prior approval from the President or Treasurer before making a purchase. The member must then file an expense voucher with the Treasurer, including the original receipts within 10 days of purchase.

Section C. Annual State Conference

1. All monies due to the association shall be sent to the Treasurer for depositing.
2. All expenses shall be paid by check or credit card, issued by the NDNSA Treasurer and approved by the Conference Chair (President-Elect).
3. All bills must be approved by each individual chair and paid not later than 60 days after the Annual State Conference.

Section D. Liability

1. Financial obligations and expenditures of monies shall be limited to funds on hand. Assessments cannot be levied on members nor dues raised to meet obligations without Executive Board approval.
2. No officer, committee chair, or member shall seek legal advice at the expense of the association without written consent of the Executive Board.

Section E. Audit

1. There shall be an annual audit of all NDSNA accounts by a certified public accountant.

ARTICLE VII
Exhibitors and Exhibits

Section A. Exhibitors and Exhibits

1. All exhibitors and exhibits at the NDSNA Conference shall conform to the guidelines and criteria set forth by NDSNA Board.
2. Sustaining members (vendors that are also active members) shall have the right to identify their membership in their advertising or at exhibits at the Annual State Conference.

ARTICLE VIII
MEMBERSHIP, OFFICERS, AND FISCAL YEAR

Section A. NDSNA Membership Year

1. Membership year shall coincide with the SNA's membership year.

Section B. Officer's Year

1. Officer's year shall be from the conclusion of one Annual State Conference to the conclusion of the next Annual State Conference. With the condition that outgoing current President may attend ANC (SNA's National Conference) to accept their Presidents Award if the Annual State Conference precedes SNA's ANC.

Section C. Fiscal Year

1. Fiscal year of NDSNA shall be July 1st, to June 30th.

ARTICLE IX
RULES OF ORDER

Section A. Rules of Order

1. Robert's Rules of Order shall constitute the parliamentary authority for the conduct of meetings of NDSNA in all cases not covered by these Bylaws.

ARTICLE X
EFFECTIVE DATE

Section A. Bylaws

1. These revised Bylaws shall become effective July 1, 2018.

