

Bylaws

2015 – 2016

Section 1 – Table of Contents

ARTICLES OF INCORPORATION.....	1-3
ARTICLE I - NAME.....	1-3
ARTICLE II - OBJECTS AND PURPOSES.....	1-3
ARTICLE III - TERM.....	1-4
ARTICLE IV - MEMBERSHIP.....	1-4
ARTICLE V - EXECUTIVE BOARD OFFICERS.....	1-4
ARTICLE VI - AGENT.....	1-4
ARTICLE VII - SEAL.....	1-4
BYLAWS.....	1-5
ARTICLE I - MEMBERSHIP.....	1-5
<i>Section A - Types of Membership.....</i>	<i>1-5</i>
<i>Section B – Classes of Membership.....</i>	<i>1-5</i>
<i>Section C - Dues.....</i>	<i>1-6</i>
ARTICLE II - ORGANIZATIONAL STRUCTURE.....	1-6
<i>Section A - Executive Board.....</i>	<i>1-6</i>
<i>Section B - Executive Committee.....</i>	<i>1-7</i>
<i>Section C - Affiliate Chapters.....</i>	<i>1-8</i>
<i>Section D - Areas.....</i>	<i>1-9</i>
<i>Section E - Committees, Boards and Task Forces.....</i>	<i>1-9</i>
ARTICLE III - OFFICERS.....	1-12
<i>Section A - General Qualifications of Elected Officers.....</i>	<i>1-12</i>
<i>Section B - Elections.....</i>	<i>1-12</i>
<i>Section C - Elected Positions.....</i>	<i>1-13</i>
<i>Section D – Officers / Board Member Removal from Office.....</i>	<i>1-16</i>
ARTICLE IV - PROFESSIONAL STAFF.....	1-16
ARTICLE V - MEETINGS.....	1-16
<i>Section A - Types of Meetings.....</i>	<i>1-16</i>
<i>Section B - Expenses.....</i>	<i>1-17</i>
<i>Section C - Absences.....</i>	<i>1-17</i>
ARTICLE VI - PUBLICATIONS.....	1-17
<i>Section A - The First Hand News.....</i>	<i>1-17</i>
<i>Section B - Distribution.....</i>	<i>1-17</i>
<i>Section C - Other Publications.....</i>	<i>1-17</i>
ARTICLE VII - PARLIAMENTARY AUTHORITY.....	1-18
ARTICLE VIII - RESOLUTIONS AND AMENDMENTS.....	1-18
<i>Section A - Method of Proposal.....</i>	<i>1-18</i>
<i>Section B - Procedures for Bylaws Amendments.....</i>	<i>1-18</i>
<i>Section C - Procedures for Resolutions.....</i>	<i>1-18</i>
ARTICLE IX – DEFINITIONS.....	1-19
<i>Section A - Nonvoting Member.....</i>	<i>1-19</i>
<i>Section B - Affiliate Chapter.....</i>	<i>1-19</i>
<i>Section C - Eligible Field.....</i>	<i>1-19</i>
<i>Section D - Non Eligible Field.....</i>	<i>1-19</i>
<i>Section E - Nonprofit.....</i>	<i>1-19</i>
<i>Section F - Standing Committees.....</i>	<i>1-19</i>
<i>Section G - Advisory Boards.....</i>	<i>1-19</i>
<i>Section H - Additional Membership Information.....</i>	<i>1-20</i>
ARTICLE X - DISSOLUTION.....	1-20
AFFILIATE CHAPTER AREA MAP.....	1-21

(This Revision Adopted November 8, 2015)

**ARTICLES OF INCORPORATION and
BYLAWS of the
SCHOOL NUTRITION ASSOCIATION OF MICHIGAN
Pursuant to the provisions of Act 162, Public Acts of 1982, the
undersigned corporation executes the following**

ARTICLES OF INCORPORATION

ARTICLE I - NAME

The name of this organization shall be:

THE SCHOOL NUTRITION ASSOCIATION OF MICHIGAN hereinafter referred to as the Association. It shall be affiliated with the School Nutrition Association.

ARTICLE II - OBJECTS AND PURPOSES

Mission: *Be the primary resource that empowers our members to advance good nutrition and promote healthy lifestyles for Michigan children.*

The purpose or purposes for which the corporation is organized are:

1. Promote the optimal health, nutrition and education of all children; support nutritionally adequate and educationally sound, financially accountable, nonprofit child nutrition and school community nutrition programs.
2. Promote high standards for child nutrition and school community nutrition with emphasis on nutritionally adequate meals which are appealing to children.
3. Promote united efforts between school personnel, allied organizations, industry and the public to assure every child an opportunity to receive the benefits of the child nutrition and nutrition education programs.
4. Promote high standards; 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 nutritional 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. (Additions - Michigan Articles of Incorporation)

ARTICLE - III TERM

This corporation shall have perpetual existence.

ARTICLE - IV MEMBERSHIP

Members shall comprise persons presently or previously employed in teaching, or administering food and nutrition service programs in schools, colleges and universities at every level; persons employed by the corporation itself or by any level of government dealing with such food and nutrition service programs; and those further persons upon whom the corporation may confer honorary membership. The Membership in this corporation shall be further governed by criteria established with the Bylaws of this corporation; the kinds and classes of members and the rights and privileges of each shall be set forth in the Bylaws.

ARTICLE V - EXECUTIVE BOARD OFFICERS

- 1. Executive Board** - The Association shall be managed by an Executive Board, the members of which shall constitute the Directors of this corporation.
- 2. Officers** - The officers of the corporation shall consist of those persons filling offices designated by the Bylaws of this corporation and subject to the terms and conditions therein set forth.

ARTICLE VI - AGENT

The current agent for service of process for the corporation shall be as designated from time to time by the Executive Board, the name and address of whom shall be filed with the Secretary of State of the State of Michigan.

ARTICLE VII - SEAL

The Corporation hereby adopts a corporate seal consisting of The SNA Logo with the words “of Michigan” in red added at the bottom, an impression of which is made herein.



BYLAWS
THE SCHOOL NUTRITION ASSOCIATION OF MICHIGAN

ARTICLE I - MEMBERSHIP

Section A - Types of Membership

1. Individual Membership - Owned by an Individual; not transferable.
 1. Active Members
 2. Retired members
 3. Honorary members
 4. Industry members
 5. Student members
2. Institutional Memberships – Owned by a school district; transferable within listed categories.
 1. Individual school building
 2. School district
 3. Other employees in eligible fields within their institutions

Section B – Classes of Membership

1. Individual Membership – Owned by an individual; not transferable.
 1. Active Members – Membership shall be open to any person employed in school food service work or related nutrition or educational activities and to persons associated with school food service in an administrative or advisory capacity. An active member, who ceases to be employed in school food service work, may continue as an active member provided he/she does not accept employment in a non-eligible field. Eligible persons may become members by completing an application and paying dues.
 2. Retired Members – A person once qualified as an active member of the Association, who ceases to be engaged in non-profit school food service work, may become a retired member provided he/she does not accept employment in a non-eligible field. Dues for retired members shall be the same as dues for active members employed less than four (4) hours daily.
 3. Honorary Members – Individuals who have contributed to the advancement of school food service or have rendered outstanding service to the Association, may have conferred upon them, at any regular Association meeting or conference, the title of Honorary Member. The Executive Board shall establish the criteria for and approve such memberships. Honorary members shall not have the right to vote, hold elective or appointive office or to serve as delegates.
 4. Industry Members – Industry members shall be individuals or organizations interested in furthering the program of the Association and shall meet membership qualifications established by the Executive Board.

5. Student Members – An individual not currently employed in school food service, who is enrolled in a post high school education program with curriculum emphasis on food service management, dietetics, nutrition or other related area of study, is eligible for student membership. Dues shall be the same as dues for active members employed for less than four (4) hours daily.
2. Institutional Membership – Owned by the Institution; transferable within listed categories.
 1. Institutional Members – Members shall have the rights and privileges as an active member until the time they cease to be employed in an eligible field or in an institutional position relinquish membership on date of separation.

Section C - Dues

1. **Dues for active, institutional and retired members:** By majority vote, the Board may approve an increase in dues not greater than \$2.00 within a two year timeframe, if the Board recommends an increase in dues greater than \$2.00 within a two year timeframe, it will require membership approval.

Collection Procedures

- a) Dues for the state and national Associations shall be paid to SNA directly according to current dues structure.
- b) The Board may approve a discount of members' dues for the purpose of promoting membership, provided the objective criteria is established for discounting and a specific time period for discounting is established.

ARTICLE II - ORGANIZATIONAL STRUCTURE

Section A - Executive Board

The Executive Board ("Board") shall be the executive body of the Association.

1. Composition

- a) Elected members shall consist of the President, President Elect, Vice President, Secretary, Treasurer, Chair of Area Representatives and Chairs of Communications, Industry, Legislation, Member Services, Nutrition and Professional Development Standing Committees.
- b) Other voting members shall consist of the Industry Member Representative and current Association members who are serving on the School Nutrition Association's Executive Board.
- c) The State Director of Child Nutrition Programs of the Michigan Department of

Education or his/her representative shall be an ex-officio member of the Board without voting privileges.

- d) The Parliamentarian (if desired by the President) and the Historian may be members of the Board without voting privileges.

2. **Responsibilities**

- a) Directs Association affairs in accordance with philosophies, general policies and goals adopted by the general membership.
- b) Considers general and specific recommendations made by the general membership.
- c) Contracts services as necessary.
- d) Appoints persons to act for the Association and defines their specific responsibilities.
- e) Adopts annual budget or when the Treasurer changes.
- f) Manages and directs all financial affairs.
- g) Receives the audit and financial reports of the Association.
- h) Authorizes persons to sign checks, contracts and other documents for the Association.
- i) Approves organizational structure, job descriptions and salary ranges for employees.
- j) Approves all committee and advisory board appointments.
- k) Approves appointment of vacancies of unexpired terms of Board members (President fills those vacancies).
- l) Reviews and approves the program for all state conferences, seminars and workshops.
- m) Adopts the Strategic Plan.
- n) Adopts a Plan of Action for the ensuing year.
- o) Recommends positions and policies to the general membership.
- p) Provides leadership in working with allied associations and groups which share a similar purpose.
- q) Considers and acts upon all questions of ethics affecting the Association.

3. **Quorum** - A majority of the voting members shall constitute a quorum.

4. **Voting** – The Executive Board may determine the method of voting by the Executive Board to include electronic communication means.

Section B - Executive Committee

1. **Composition** - Members shall consist of the President as chair; President Elect, Vice President, Secretary, Treasurer and Chair of the Area Representatives. The Executive Director shall be a non-voting member of the committee.

2. **Responsibilities**

- a) Administers contracts for services.
- b) Conducts the Association business consistent with the actions and policies established by the Board and the general membership and reports all actions to the Board.
- c) Assists the Treasurer with the development of the annual budget.
- d) Analyzes reports
- e) Employs certified public accountants who shall annually, or as needed, review the Association's

accounts.

f) Monitors the Strategic Plan and the Annual Plan of Action.

Section C - Affiliate Chapters

1. New Affiliates

- **Membership** - Any group of persons, at least ten (10) of whom are active members of the Michigan Association, may become an affiliated chapter of the Association upon approval of their written application and payment of a charter fee.
- **Application** - The Application for affiliation shall include:
 - The chapter's chosen name preceding the title "_____ School Nutrition Association".
 - Copy of the adopted Bylaws which are in harmony with those of the Association.
 - A list of elected officers and appointed committee chairs. The president and president elect must be members of the SNA.
 - A list of all chapter members which includes the address and membership number in the SNA.
- **Action on Application** - Application for affiliation shall be sent to the chair of the Member Services Committee. Action shall be taken by the Committee on each application within thirty (30) days. Final approval shall be given by the Executive Board at the next scheduled Board meeting. Charters shall be presented at the Annual Meeting.

2. Affiliate Chapter Status - To retain affiliate chapter status, each chapter must submit the following to their Area Representative and to the Member Services Committee Chair:

- List of members which indicate SNA members must be submitted by December 1 of each year.
- List of officers and committee chairs with addresses must be submitted by June 1 of each year. The President and President Elect must be SNA members.

3. Nonconformance - The Association President shall give chapters which fail to meet the above requirements ninety (90) days notice before suspension. Suspended chapters must follow the procedure for new affiliates to regain affiliate status.

Section D - Areas

Each Area shall be entitled to one (1) Area Representative. A Chair of Area Representatives shall be appointed by the President. The State of Michigan shall be divided into thirteen (13) areas as follows:

Area 1 — Wayne, Monroe

Area 2 — Oakland

Area 3 — Macomb, St. Clair, Sanilac

Area 4 — Arenac, Bay, Clare, Gladwin, Gratiot, Huron, Isabella, Midland, Saginaw, Tuscola

Area 5 — Clinton, Eaton, Genesee, Ingham, Lapeer, Shiawassee

Area 6 — Allegan, Barry, Berrien, Cass, Kalamazoo, St. Joseph, VanBuren

Area 7 — Ionia, Kent, Montcalm, Muskegon, Newaygo (southern), Ottawa

Area 8 — Antrim, Benzie, Charlevoix, Emmet, Grand Traverse, Kalkaska, Leelanau

Area 9 — Alcona, Alpena, Cheboygan, Crawford, Iosco, Montmorency, Ogemaw, Oscoda,
Otsego, Presque Isle, Roscommon

Area 10 — Branch, Calhoun, Hillsdale, Jackson, Lenawee, Livingston, Washtenaw

Area 11 — Lake, Manistee, Mason, Mecosta, Missaukee, Oceana, Newaygo (northern), Osceola,
Wexford

Area 12 — Chippewa, Luce, Mackinaw

Area 13 — Alger, Baraga, Delta, Dickinson, Gogebic, Houghton, Iron, Keweenaw,
Marquette, Menominee, Ontonagon, Schoolcraft

Section E - Committees, Boards and Task Forces

1. **Chairs** - Individuals shall not chair more than one standing committee at the same time.
2. **Eligibility** – Members of a committee or board shall be members in good standing of the Association and have expertise or interest in the subject area of the committee or board on which they serve.
3. **Standing Committees** - The following Standing Committees are established to carry out the major responsibilities of the Association. Each committee shall consist of a chair elected for two years who shall be a voting member of the Board. Committees shall have committee members as needed; Committees with large responsibilities may form sub-committees. All Standing Committee Chairs report to the Board.
 - a) **Communications Committee** - Committee consists of an elected chair with committee members as needed. Committee shall be responsible for developing a marketing plan promoting a professional image for the Association and school food service. Non-voting chairs of sub-committees of the Communications Committee shall include Co-Chair, Web Site Management, Liaisons to other professional organizations. Subcommittee chairs shall be recommended by the president and approved by the Board.

- b) **Industry Committee** - Committee consists of an elected chair from regular membership, Executive Director, President Elect and an industry co-chair appointed by the Industry Committee from industry members on the committee. There shall be no more than 10 industry representatives. Each industry representative shall be appointed for a term of three (3) years. Appointments shall be made on a staggered replacement schedule and appointees shall be approved by the Board. Industry membership shall have a minimum of one (1) and a maximum of three (3) representatives from Michigan based food brokers, food distributors, equipment suppliers, manufacturers, service organizations and representatives at-large. This committee will elect from its industry members the Industry Representative to the Board. The responsibilities of this committee shall be to promote industry involvement in Association activities and plan industry related events.
- c) **Legislative Committee** - Committee consists of an elected chair, a non-elected co-chair recommended by the President and approved by the Board, the President, President Elect and Area Representatives or their designee, Association members and industry representatives. The responsibility of this committee shall be to monitor state and federal legislative activities pertaining to school food service and provide recommendations to the Board for the Association's position on legislative issues. The chair of this committee shall coordinate the activities of the state's delegation to the Annual School Nutrition Association's Legislative Action Conference in Washington D.C. and shall represent the Association at the Association's expense. This committee shall also plan an annual state legislative activity.
- d) **Member Services Committee** - Committee consisting of an elected chair, the Affiliations subcommittee chair, and other committee members as needed. The committee shall develop and implement a plan to promote growth and retention of Association membership among school food service employees, school districts, and industry partners. The committee shall also be responsible for assisting in the organization of new affiliate chapters and communication with the existing chapters. Affiliations shall be a subcommittee with a non-voting chair.
- e) **Nutrition Committee** - Committee consists of an elected chair and committee members as needed and shall monitor child nutrition research and positions and develop recommendations to the Board for the Association's position on child nutrition related issues. The Nutrition Committee chair also represents the Association as a member of the Statewide Training.
- f) **Professional Development Committee** - Committee consists of an elected chair, an Area Representative and additional members as needed. The responsibilities of this committee shall be to provide over-sight for the professional development and certification activities of the Association, manage award and scholarship programs and make recommendations to the Board. Certification, Resources, Statewide Training, and Scholarships and Awards shall be sub-committees with non-voting chairs.
1. **Statewide Training Committee** - A sub-committee shall be composed of the following members: A Chair for one year term, Vice Chair appointed by the SNAM President for a one year term, who will move into the Chair's position in the second term of service. Professional Development Chairperson; Nutrition Committee Chairperson; President – Elect; Michigan Intermediate School District Consultants with food service responsibilities;

six Food Service Directors; Assistant Food Service Directors, Supervisors, or Managers, who are members of SNAM; appointed to staggered three (3) year terms by the SNAM executive board, a representative of Michigan School Business Officials (MSBO) Food Service Program and Research Committee; an at-large SNAM member and a representative from the Michigan Department of Education (MDE) Child Nutrition Program. The purpose of the SWT is to design and deliver a professional development training program for school food service employees through a series of formal classes of varying length.

4. **Other Committees**

- a) **Bylaws, Resolutions, Policy and Procedures Committee** - Committee consists of the Vice President as chair and committee members as needed. The responsibility of this committee shall be to provide the Board with recommendations and resolutions for bylaw amendments and policy and procedure changes to facilitate the operation of the Association. Changes to the Policy and Procedure Manual must be presented to the Board for approval. Bylaw changes are to be presented for approval of the Board before the required general membership approval.
- b) **Conference Committee** - Committee consists of the President Elect as chair, the Executive Director and additional sub-committee chairs and members whose combined responsibility shall be to plan the annual state conference. Sub-committee assignments may include, but not be limited to, program, entertainment, decorations, marketing, local arrangements, emporium, exhibits and registration.
- c) **Nominating/Elections Committee** – Members of this committee shall be made up of the 3 immediate past presidents. If a past president cannot fulfill their term another past president shall be appointed by the current president. Committee members shall elect the committee chair. Responsibilities of this committee shall be to solicit candidates for leadership positions and provide the Board with a slate of no more than two candidates for each elected position at last board meeting of the fiscal year. This committee shall oversee the Association’s election procedures and provide recommendations to the Board.
- d) **Strategic Planning Committee** - Committee members shall consist of the Vice President as chair, the Executive Committee and Area Representatives in their second year of office. The responsibilities of this committee shall be to develop and update the Strategic Plan, work with the President on the Annual Plan of Action and to plan the direction, stability, vision and responsiveness to the changing environment of the Association.

5. **Special Committees and/or Advisory Boards** - Special committees and/or Advisory Boards with special purposes may be appointed by the President with the approval of the Board and may exist no longer than the term of the President making the appointment.

ARTICLE III - OFFICERS

Section A - General Qualifications of Elected Officers

1. **Term of Office** - All officers shall hold office from final day of the Annual conference to the final day of the following Annual Conference.
2. **Eligibility** - To be eligible for any Association office,
 - a. A member shall have held membership for at least two (2) years immediately preceding nomination.
 - b. A member shall have demonstrated interest by serving as a chapter officer, or on an Association committee, or as a conference participant and shall have attended one (1) of the last three (3) Annual Association Meetings.
 - c. To be eligible for Vice President, a candidate must meet requirements in item a. above, and have a certificate in School Nutrition and/or School Nutrition Specialist (SNS) credentialed in a SNA program and shall have served on the Executive Board of the Association. The member must be regularly employed in an eligible field, but may not be employed as a supervisor, regional manager or corporate officer of a for-profit organization.
 - d. Maintain membership at the time of nomination and election. If a change in professional status occurs they shall complete their term of office provided one year of their term has been completed.

Section B - Elections

Yearly election of Association Officers, Area Representatives, and Standing Committee Chairs shall be conducted at the Annual meeting.

1. **Slate** - Presented by the Nominating Committee to the Board at the last Board meeting of the fiscal year. Provided to the membership 30 days before the election.
2. **Tellers** - Three (3) tellers shall be appointed by the President to validate and count ballots and provide the President with the official results of the election.
3. **Determination of Outcome** - A majority vote of the ballots cast shall constitute an election.

Section C - Elected Positions

President - The President shall be the chief elected officer and shall serve one (1) year.

Responsibilities:

1. Represents the Association in policy matters.
2. Serves as Chair of the Board, Executive Committee and Annual Meeting.
3. Prepares agendas for Board, Executive Committee and Annual Meeting and presides at each.
4. Serves as ex-officio member of all committees and advisory boards, except the Nominating Committee.
5. Appoints, with the approval of the Board, Chairs for Standing Committees until the appropriate election, Special Committees, a Chair of Area Representatives, historian and a parliamentarian.
6. Implements action taken by the general membership and the Board
7. Proposes and implements the Plan of Action.
8. Directs the Secretary to notify Special Committee Chairs and or members when to attend Board meetings.
9. Notifies nominees for office of the results of the election.
10. Serves as a voting delegate to the House of Delegates at the Annual Meeting of SNA, at the expense of the Association.
11. Represents the Association at the Annual SNA Legislative Action Conference in Washington D.C. at the expense of the Association.
12. Serves as Director for the Executive Board.

President Elect - The President-Elect shall serve for one (1) year.

Responsibilities:

1. Studies the duties and responsibilities of the President, other members of the Board, committees, advisory boards and affiliate chapters.
2. Assists the President to develop a Plan of Action and performs other duties as assigned by the President.
3. Serves as Chair of the Annual Conference.
4. Serves as a voting delegate to the House of Delegates at the Annual Meeting of SNA, at the expense of the Association.
5. Serves as a member of the Legislative Committee and represents the Association at the Annual SNA Legislative Action Conference in Washington D.C. at the expense of the Association.
6. Represents the Association at the Annual SNA Leadership Conference at the expense of the Association.
7. Succeed to the Office of President at the end of the term as President Elect or in the event of the President's death, resignation or removal from office.

8. Serves as Director for the Executive Board.

Vice President - The Vice President shall serve for one (1) year.

Responsibilities:

1. Studies the duties and responsibilities of the President, President Elect, other members of the Board committees and affiliate chapters.
2. Serves as the first alternate voting delegate in the absence of the President, or President or Elect to the House of Delegates at the Annual Meeting of SNA, at the expense of the Association or serves as the third voting delegate to the House of Delegates at the Annual Meeting of SNA, at the expense of the Association when the number of members requires it.
3. Represents the Association at the Annual SNA Leadership Conference, at the expense of the Association.
4. Serves as the first alternate, in the absence of the President or President Elect, to represent the Association at the Annual SNA Legislative Action Conference in Washington D.C., at the expense of the Association.
5. Succeeds to the Office of President Elect at the end of the term as Vice President or in the event of the President Elect's death, resignation or removal from office.
6. Serves as Chair of Bylaws, Resolutions, Policy and Procedures Committee.
7. Serves as the Chair of the Strategic Planning Committee.
8. Maintains and updates the Policies and Procedures Manual with the assistance of the SNAM office staff.
9. Serves as Director for the Executive Board.

Secretary - The Secretary shall be elected and serve for two (2) years.

Responsibilities:

1. Accurately records all minutes of the Annual Meeting, the Board and Executive Committee.
2. Sends and posts on the Association web site the meeting notices to Executive Board members and others as directed by the President 10 days before a Board meeting.
3. Sends and posts on the Association web site the Executive Board minutes to members of the Board, Special Committee Chairs, and Mideast Regional Director within 10 days of a Board meeting.
4. Compiles motions for the year of the Executive Board and retains a copy, provides one copy for the SNA office and one for the Historian for the Annual Report.
5. Handles correspondence as directed by the President.
6. Serves as a Director for the Executive Board.
7. Serves as second alternate delegate during even year, in absence of the President, President Elect or Vice President to the Annual Meeting of SNA, at the expense of the Association.

Treasurer — The Treasurer shall be elected and serves for two years.

Responsibilities:

1. Supervises and monitors Association funds, investments and securities of the Association.
2. Acts as Chair of the Budget Committee.

3. Submits budget to the Board for adoption.
4. Reports expenditures against budget at each Annual meeting.
5. Submits Association's financial records to a certified public accountant for a review within thirty (30) days after the close of the fiscal year at the end of his/her term of office.
6. Serves as second alternate delegate in the absence of the President, President Elect or Vice President to the House of Delegates at the Annual Meeting of SNA, at the expense of the Association.
7. Serves as Director for the Executive Board

Area Representatives - Area representatives shall serve for two (2) years. Representatives serving in even number areas shall be elected in even numbered years. Representatives from odd number areas shall be elected in odd numbered years.

Responsibilities:

1. Promotes the Association's Annual Plan of Action.
2. Expresses views of his/her area.
3. Provides leadership, support, technical assistance, resource lists and/or materials to affiliate chapters.
4. Promotes membership.
5. Provides recommendations to the President and Standing Committee Chairs on appointments to committees and advisory boards.
6. Provides recommendations to the Nominating Committee.
7. Serves on the Legislative Committee.
8. One (1) Area Representative will serve on the Professional Development Committee.
9. Serves on the Strategic Planning Committee during their second year of office.

Standing Committee Chairs - Standing Committee Chairs shall serve for two (2) years.

Communications, Industry and Nutrition Committee Chairs shall be elected in even numbered years. Member Services, Legislation and Professional Development Committee Chairs shall be elected in odd numbered years. All standing committee chairs should submit the names of their subcommittee chairs and vice chairs to the President before the last Board meeting of the fiscal year so that the President can present the appointments at the meeting for approval by the Board.

Section D – Officers / Board Member Removal from Office

Any member of the executive board may be removed by three -quarters vote of the Board, with the board member proposed to be removed not voting, if found in violation of conditions required for election, a breach in fundamental principles or rules of the Association, or failing to work under the framework of the Association.

The Board, upon receipt of charges, shall investigate the charges, hold a hearing and render a decision. The Board member must be provided with advanced written notice including reason for proposed removal, an opportunity to contest the proposed removal in writing, or in person at a meeting of the Board, and final written notice of Board decision.

- A. In the event that a newly elected, but not yet installed board member is charged with violating any conditions required for election, a breach of fundamental principles or rules of the Association or failing to work under the framework of the association; the Board, upon receipt of charges, shall investigate, hold a hearing and then consider the violation cause for disqualification as a board member of the Association by a three quarters vote of the Board.

ARTICLE IV - PROFESSIONAL STAFF

The Association, through the approval of the Executive Board, may contract for professional management services to assist with the administration and implementation of the Objectives and Purposes of the Association.

Bidding Procedure - When changing the management services provider, management services shall be secured through an open bidding procedure in answer to a Request for Proposal by the Executive Board.

Evaluation of Services - Professional management services shall be evaluated annually under the direction of the Executive Committee with an instrument mutually agreed upon by both parties.

Services Provided - Items to be included in a management services agreement shall be designated in the Policies and Procedures Manual approved by the Executive Board with specific responsibilities designated annually based on the Annual Plan of Action.

ARTICLE V - MEETINGS

Section A - Types of Meetings

1. **State Conference** - There shall be an Annual State Conference. The date and place shall be determined by the Board. Notice shall be sent to each member through publication in the newsletter no less than 30 days prior to the conference.
2. **House of Delegates** - There shall be an Annual Meeting.
3. **Executive Board** - The Executive Board shall meet no less than four (4) times a year. The schedule to be decided by the Executive committee.

4. **Executive Committee** - The Executive Committee shall meet at least four (4) times per year and at other times at the request of the President or four (4) members of the Executive Committee.
5. **Leadership Training Workshop** - A Leadership Training Workshop shall be held annually following the installation of Association and Affiliate Chapter officers. The date and location to be approved by the Board. Association Officers, Standing Committee Chairs, Area Representatives, Affiliate Chapter Officers, the Executive Director and other Association leaders shall be invited to attend. The purpose of the workshop is to develop leadership and present the Association's Plan of Action for the ensuing year.
6. **Area Workshops** - Area workshops shall be held annually in each area. The date and place to be planned by the Area Representative. The purpose of the workshop is to provide training for affiliate chapter members.
7. **Special Meetings** - Special meetings and seminars may be called or approved by the Board.

Section B - Expenses

1. **Compensation** - Members of the Association serving in elected or appointed capacities shall receive no salaries for their services.
2. **Reimbursement** - The Board shall set limits within budgetary restraints for reimbursement of, procedures for and expenditures by Association members who travel on official Association business.

Section C - Absences

Unexcused absence of a voting member from two (2) consecutive meetings of the Executive Board shall constitute a resignation, unless the absence is considered valid by a majority vote of the Board.

ARTICLE VI - PUBLICATIONS

Section A - The First Hand News

The First Hand News shall be the official journal of the Association.

Section B - Distribution

Each member of the Association shall receive a copy of the journal.

Section C - Other Publications

The Board shall authorize and establish procedures for publications as needed.

ARTICLE VII - PARLIAMENTARY AUTHORITY

The current edition of *Robert's Rules of Order, Newly Revised* governs this Association in all parliamentary situations that are not otherwise provided for in the law, the Articles of Incorporation, Bylaws or adopted Policies and Procedures Handbook.

Article VIII - RESOLUTIONS AND AMENDMENTS

Section A - Method of Proposal

Amendments to these Bylaws may be proposed in writing no later than thirty (30) days prior to any Executive Board meeting in any one of the following ways:

1. At the official request of an Affiliate Chapter.
2. By majority vote of the Board.
3. At the official request of Association committees or advisory boards.
4. By written petition of ten (10) members.

Section B - Procedures for Bylaws Amendments

Amendments may be adopted by attendees at the Annual meeting, mail or electronic mail.

1. Provided copies of the proposed amendments have been mailed to all members through publication in the journal or by direct mail at least thirty (30) days prior to the deadline for casting a vote.

Section C - Procedures for Resolutions

1. All resolutions to be considered by the general membership shall be submitted to the Chair of the Bylaws, Resolutions, Policies and Procedures Committee in writing.
2. Proposed resolutions submitted by the deadline shall be mailed to all members thirty (30) days prior to the deadline for casting a vote.
3. Adoption of proposed resolutions shall require a simple majority vote.
4. Resolutions which are in conflict with the Bylaws will not be presented.

Article IX – DEFINITIONS

As used in these Bylaws, definition of terms is as follows:

Section A - Nonvoting Member

Individuals without voting privileges.

Section B - Affiliate Chapter

School Food Service Chapters organized within Michigan and chartered by the Board.

Section C - Eligible Field

Any field listed below:

1. Persons employed at the preschool, school, school district, college, state or federal levels in a food and nutrition program which serves meals.
2. Persons engaged in teaching or administration at the aforementioned levels.
3. Persons engaged in teaching present or potential school food service personnel.
4. Persons engaged in community nutrition programs.
5. Persons employed by the Association.

Section D - Non Eligible Field

Any field other than those defined in Section C.

Section E - Nonprofit

Any school food and nutrition program maintained by a school food authority for the benefit of children, all of the income from which is used solely for the operation or improvement of such service and exempt from income tax under Section 501 (c) (6) Internal Revenue Code of 1954, as amended.

Section F - Standing Committees

Groups of individuals recommended by the elected Committee Chair, submitted by the President and approved by the Board, charged with the responsibility of planning and implementing activities to promote their particular area of emphasis in the Association's Annual Plan of Action.

Section G - Advisory Boards

Groups of individuals appointed by the President and approved by the Board, charged with the responsibility of responding to issues in the areas assigned to them in the Bylaws or assigned by the Board.

Section H - Additional Membership Information

1. **District Directors and Supervisors** shall be composed of school food and/or nutrition personnel who are responsible for administration and/or supervision of food and nutrition programs in more than one school within the city, county or district.
2. **State Directors, Supervisors and Specialists** shall be composed of state level administrative supervisory personnel, including persons engaged in both school food and/or nutrition service and/or food distribution. State directors, supervisors or specialists may act independently on matters relating to federal and state policy and establish regulations affecting administration of state school food service and nutrition education programs; such policies or actions of this group may be implemented directly without action of the Board.
3. **College Personnel** shall be composed of nutrition, dietetics and food service related faculty in vocational-technical schools, community colleges, four year colleges or universities, or internship programs or those who are responsible for college food service programs.

ARTICLE X - DISSOLUTION

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

School Nutrition Association of Michigan

Affiliate Chapter Area Map

