

1 **THE SCHOOL NUTRITION ASSOCIATION OF OHIO**
2 **BYLAWS**
3 **Amended June 11, 2015**
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6 **ARTICLE I - MEMBERSHIP**
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8 **SECTION A. CLASSES OF MEMBERSHIP**
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10 Membership shall consist of two classes: School Nutrition, and Affiliate. When chapter
11 affiliates exist, school nutrition, retired and student members- shall also be members of
12 the chapter affiliate. Schools memberships may be held by individual or school
13 district/organization owned.
14

- 15 1. **School Nutrition Members.** School nutrition member categories shall consist of
16 employees, managers, supervisors/directors and educators employed in eligible
17 fields.
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- 19 2. **Affiliate Members.** Affiliate member categories shall consist of retired
20 members, students enrolled in post-secondary school foodservice programs,
21 industry individuals, corporations and others committed to furthering the goals of
22 the Association.
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24 **SECTION B. ELIGIBLE FIELD**
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26 Eligible fields shall be defined as:
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- 28 1. Persons employed at the preschool, school, school district, college, state or federal
29 levels in a food and nutrition program which serves meals to children.
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- 31 2. Persons engaged in teaching, administration, or a related business at the
32 aforementioned levels.
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- 34 3. Persons engaged in teaching present or potential school nutrition personnel.
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- 36 4. Persons engaged in community nutrition programs.
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- 38 5. Persons employed by the Association or a state affiliate.
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43 **SECTION C. RIGHTS AND PRIVILEGES OF MEMBERS**

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45 All school nutrition members, whose dues, if any, are currently paid shall be entitled to
46 vote for the election of officers for the coming year and to vote by mail or electronically
47 upon any matter submitted to the voting membership.

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49 1. Members who cease to be employed in an eligible field may continue their
50 membership until their renewal date.

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52 2. Retired members shall not be eligible for nomination to state elective office.

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54 3. Affiliate members shall be non-voting members.

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56 4. All members shall be eligible to attend the Annual Business Meeting.

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58 **SECTION D. DUES**

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60 1. Dues for school nutrition members and affiliate members shall be established by
61 the board.

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63 2. The Board may approve a discount of member dues for the purpose of promoting
64 membership.

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66 3. All rights and privileges of membership shall be terminated for nonpayment of
67 dues.

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69 4. Past state presidents shall be granted a lifetime membership in SNA of Ohio.

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72 **ARTICLE II – REGIONS**

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74 Each region shall have an elected regional director who shall be a member of the Board.
75 The State of Ohio shall be divided into 8 regions as established by the Board. They are
76 as follows:

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78 1. North Central: Ottawa, Sandusky, Erie, Seneca, Huron, Wyandot, Crawford,
79 Richland, Hancock, Lucas, and Wood Counties.

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81 2. Northeast: Cuyahoga, Lake, Geauga, Ashtabula, Trumbull, Mahoning,
82 Columbiana, Portage, Stark, Summit, Lorain, Medina, Wayne, and Ashland
83 Counties.

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85 3. Northwest: Van Wert, Allen, Hardin, Mercer, Auglaize, Logan, Williams,
86 Fulton, Defiance, Henry, Paulding, and Putnam Counties.

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4. West Central: Darke, Miami, Champaign, Clark, Montgomery, Greene, Preble, and Shelby Counties.
 5. Central: Marion, Morrow, Knox, Delaware, Union, Madison, Fayette, Licking, Franklin, Fairfield, Pickaway and Perry Counties.
 6. East Central: Holmes, Coshocton, Tuscarawas, Harrison, Carroll, Jefferson, Guernsey, Belmont, Muskingum, Morgan, Noble, Monroe, and Washington Counties.
 7. Southwest: Butler, Warren, Clinton, Hamilton, Clermont, Brown, Highland, and Adams Counties.
 8. Southeast: Ross, Hocking, Athens, Vinton, Pike, Jackson, Meigs, Gallia, Scioto, and Lawrence Counties.

104 **ARTICLE III – CHAPTER AFFILIATES**

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106 Local chapters may be formed with assistance from the designated SNA of Ohio regional
107 director. Each chapter shall be a separate legal entity from SNA of Ohio. Chapter
108 affiliates shall determine the qualifications for members to serve as officers of each
109 chapter.
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111 **ARTICLE IV – GOVERNANCE**

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113 The SNA of Ohio Board of Directors shall be the legislative and governing body of the
114 Association. It shall formulate the philosophies and goals under which the affairs of the
115 Association are managed. The Board shall adopt policies, hear committee and officer
116 reports, take action on recommendations, resolutions, amendments to the Articles of
117 Incorporation, Bylaws, and Standing Rules; and have all other powers and duties
118 specifically provided to it by the Articles of Incorporation and Bylaws.
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121 **SECTION A. COMPOSITION**

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1. The voting delegates shall include the current Board of Directors.
 2. Each Board Member shall have only one (1) vote even when serving in more than one Board position.
 3. A child nutrition representative from the Ohio Department of Education and the Executive Director shall be non-voting members.

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SECTION B. RESPONSIBILITIES

1. Formulates the philosophies and goals.
2. Debates and reviews matters of professional interest.
3. Makes general and specific recommendations.
4. Reviews reports of Chapters, Board Members, committees, and advisory boards.
5. Takes action on proposed resolutions and amendments to the Bylaws.
6. Communicates actions/activities to local affiliated constituents.

SECTION C. VOTING

Each Board Member shall have only one (1) vote even when serving in more than one Board position.

SECTION D. QUORUM

Two-thirds of the eligible voting Board Members shall constitute a quorum.

SECTION E. RESOLUTIONS

1. All proposed resolutions to be considered at the Annual Business Meeting for all members, held during the Annual Conference, shall be submitted to the Executive Committee in writing, and received no later than 90 days prior to the Annual Business Meeting.

An amendment to a resolution may be submitted from the floor of the Annual Business Meeting, provided it has been presented to the Executive Committee for review and approval for discussion before the Call to Order of the Annual Business Meeting.
2. Proposed resolutions to be considered for adoption shall be distributed to the membership at least fourteen (14) days prior to the Annual Business Meeting.

174 **ARTICLE V - OFFICERS**

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177 **SECTION A. ELECTED POSITIONS**

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179 The positions shall be: President, President-elect, Vice President, Secretary/Treasurer,
180 and Regional Directors.

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182 **SECTION B. ELIGIBILITY**

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184 All elected position terms shall begin on August 1, through July 31. Candidates for state
185 office shall have held membership in the Association for at least one year immediately
186 preceding the nomination.

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188 1. A school nutrition member candidate shall:

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190 a. Be regularly employed in an eligible field.

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192 b. Be elected for specified term and shall retain active membership at the time of
193 nomination and election. If a change in status occurs they shall complete their
194 term of office provided one year of their term has been completed.

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196 c. Be encouraged to be SNA certified/credentialed members.

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199 **SECTION C. TERMS OF OFFICE FOR ELECTED POSITIONS**

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201 1. President. The President shall be the chief elected officer and shall serve one
202 year, succeeding to Immediate Past President/Nominating Committee Chair.

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204 2. President-elect. The President-elect shall serve for one year, succeeding to
205 President, then Immediate Past President/Nominating Committee Chair

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207 3. Vice President. The Vice President shall be elected annually and serve for one
208 year succeeding to President-Elect, then President, then Immediate Past
209 President/Nominating Committee Chair.

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211 4. Secretary/Treasurer. The Secretary/Treasurer shall be elected in even numbered
212 years and shall serve for two years.

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214 5. Regional Directors. Regional Directors shall be elected for a two-year term; their
215 place of employment shall be in the respective region at the time of nomination
216 and election. If a change in region of employment occurs, they shall complete
217 their term of office provided one year of their term has been completed. Elections
218 shall be on the following schedule:

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EVEN YEARS

ODD YEARS

West Central
North Central
Southwest
Southeast (*initial term of three
years beginning with 2015-2016*)

Northeast
Northwest
East Central
Central

SECTION D. ELECTION

Election of Association Elected Positions shall be done electronically or by mail. Ballots must be received no later than thirty (30) days prior to the Annual Business Meeting.

SECTION E. ELECTED OFFICERS

Responsibilities of these positions are housed in the association's policy and procedure document and are reviewed annually by the Board of Directors.

1. President
2. President-elect
3. Vice President
4. Secretary/Treasurer
5. Regional Directors

SECTION F. APPOINTED OFFICERS

Responsibilities are reviewed and determined by the board of directors. Appointed Officers will be appointed by the Executive Committee.

1. Lead Regional Director – selected from one of the 8 current board regional directors.
2. Standing Committees

The following committees will be appointed in odd numbered years.

1. Professional Development
2. Nutrition

265 The following committees will be appointed in the even numbered years

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1. Membership

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2. Legislation (initial term in 2015-2016 will be a three year term with two year terms thereafter).

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Section G. INDUSTRY ADVISORY COUNCIL (IAC)

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The Industry Advisory Council (IAC) is to act as a liaison between the Ohio School Nutrition Association and member of industry including but not limited to: food, nonfoods, equipment, services, supplies or other Child Nutrition related products or services. The IAC shall promote interaction and mutual cooperation between industry and members of Ohio SNA. The number of industry members, terms of service as well as organizational structure and mission will be detailed in guidance documents held by Ohio SNA.

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The IAC chair shall have one vote at Ohio SNA board meetings. In the event the IAC chair is unavailable, the Vice chair may vote on his/her behalf.

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SECTION H. EX-OFFICIO MEMBERS (Non-voting Members)

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1. Executive Director

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a. The Executive Director shall be the chief executive officer of the Association and shall implement policies of the Board and Executive Committee consistent with efficient and effective business practices. The Executive Director shall be employed under contract by the Board, and shall fulfill the duties set forth in the contract.

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2. ODE Child Nutrition Representative

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- a. Reports the activities of the child nutrition programs.
- b. Provides leadership, support, technical assistance, and resources to members.
- c. Serves as liaison between the Ohio Department of Education and the SNA of Ohio.

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SECTION I. REMOVAL FROM OFFICE

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Any officer who is found in violation of conditions required for election, a breach of fundamental principles or rules of the Association, or failing to work under the framework of the Association may be removed from office by two-thirds (2/3) vote of the Board of Directors.

310 **SECTION J. VACANCIES**

311

312 The unexpired term of a Board Member whose seat may become vacant through removal,
313 resignation, death, or loss of membership may be filled by a current member, appointed
314 by the Executive Committee. In replacing an unexpired term, the appointed member may
315 fulfill that term only.

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318 **ARTICLE VI - BOARD OF DIRECTORS**

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320 The Board of Directors (“Board”) shall be the executive body of the Association. The
321 Board shall meet no less than three times a year to conduct and manage the affairs of the
322 Association, formulate policies; adopt the annual budget; review reports and resolutions;
323 and have all other powers and duties specifically provided to it by the Bylaws.

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325 **SECTION A. COMPOSITION**

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327 1. Board Members shall consist of the President, President-elect, Vice President,
328 Secretary/Treasurer, Regional Directors, Standing Committee Chairs and the
329 Industry Advisory Council Chairperson and Vice Chair.

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331 2. The Executive Director and the ODE Child Nutrition Representative shall be in
332 attendance as a non-voting members.

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335 **SECTION B. RESPONSIBILITIES**

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337 1. Directs Association affairs in accordance with the philosophies, general policies,
338 and goals.

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340 2. Employs the Executive Director, if desired.

341

342 3. Appoints persons to act for the Association and defines their specific
343 responsibilities.

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345 4. Approves the annual budget.

346

347 5. Recommends positions and policies.

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349 6. Provides leadership in working with allied associations and groups.

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351 7. Removes from office for just cause a Board Member with a majority (2/3) vote of
352 board quorum.

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354 **ARTICLE VII - EXECUTIVE COMMITTEE**

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356 **SECTION A. COMPOSITION**

357

358 1. Members shall consist of the President, as chair, President-elect, Vice President,
359 Immediate Past President/Nominating Chair, Secretary/Treasurer and Lead
360 Regional Director.

361

362 2. The Executive Director shall be in attendance as a non-voting member.

363

364 **SECTION B. RESPONSIBILITIES**

365

366 1. Proposes to the Board the administrative and management policies of Association
367 business consistent with the actions and policies established by the Board.

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369 2. Conducts all business referred to it by the Board.

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371 3. Acts when time does not practically permit a meeting of the entire Board, as
372 determined by the President.

373

374 4. Prepares the annual budget.

375

376 5. Reviews the financial status.

377

378 6. Analyzes reports.

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380 7. Appoints and approves the Lead Regional Director and Standing Committee
381 Chairs.

382

383 8. Reports actions taken by the Executive Committee to the Board.

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386 **SECTION C. QUORUM**

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388 1. A simple majority of the Executive Committee members shall constitute a
389 quorum.

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394 **ARTICLE VIII – SPECIAL COMMITTEES AND ADVISORY**
395 **BOARDS**

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398 **SECTION A. AD HOC COMMITTEES**

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400 Special committees and/or advisory boards may be appointed by the President as deemed
401 necessary with approval of the Executive Committee.

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403 These committee members will be non-voting members of the Board of Directors.

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405 **ARTICLE IX - MEETINGS**

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407 **SECTION A. TYPE OF MEETING**

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409 **1. Annual State Conference**

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411 There shall be an Annual State Conference.

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413 **2. Annual Business Meeting**

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415 There shall be a meeting of the membership, led by the Executive Committee,
416 held at the Annual State Conference, with the President presiding. The Annual
417 Business Meeting will service as an official meeting of the Board of Directors, as
418 well as a forum for open discussion with members in attendance. All members
419 will be encouraged to attend the Annual Business Meeting.

420

421 **3. Board of Directors**

422

423 The Board of Directors shall meet no less than three (3) times a year. Additional
424 meetings can be called by the President or upon request of a majority of members
425 of the Board.

426

427 **4. Executive Committee**

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429 The Executive Committee shall meet on call of the President or at the request of
430 members of the Executive Committee.

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432 **5. Officer's Training Seminar**

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434 An Officer's Training Seminar shall be held annually. The purpose of the training
435 is to develop leadership and present the Association's Plan of Action for the
436 ensuing year.

437

438 **6. Special Meetings**

439

440 Special meetings and seminars may be called or approved by the Board.

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443 **ARTICLE X - PUBLICATIONS**

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445 **SECTION A. THE OFFICIAL PUBLICATION**

446

447 The Association shall publish an official newsletter, frequency as determined by the
448 Executive Committee.

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451 **SECTION B. COMMUNICATIONS**

452

453 Communications to members must be approved by the Executive Committee.

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455 **ARTICLE XI - PARLIAMENTARY AUTHORITY**

456

457 The current edition of Robert's Rules of Order governs this Association in all
458 parliamentary situations that are not otherwise provided for in the law, the Articles of
459 Incorporation, bylaws or adopted rules.

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461 **ARTICLE XII - AMENDMENTS**

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463 **SECTION A. PROCEDURE FOR AMENDING BYLAWS**

464

465 Amendments to Bylaws shall be adopted by a two-thirds (2/3) vote of the Board of
466 Directors.

467

468 1. The Executive Committee shall receive the amendments from current members in
469 writing on or before 90 days, to be considered for presentation at the next Annual
470 Business Meeting.

471

472 2. Copies of the proposed amendments shall be provided to all members at least
473 fourteen (14) days prior to the Annual Business Meeting.

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477 **ARTICLE XIII – RULES**

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479 **I. Rules Governing Membership.**

480

481 A. School district dues are submitted through SNA National.

482

483 B. Industry membership dues packages and fees are determined by the SNA of Ohio
484 Board of directors, and dues are collected by SNA of Ohio.

485

486 C. Non-voting members attending the Annual Business Meeting may be granted the
487 privilege of speaking.

488

489 D. All SNA of Ohio members and Past Presidents on file will receive the
490 association’s official publication/newsletter.

491

492 **II. General Rules**

493

494 A. Board Members are expected to attend all Board meetings.

495

496 **III. Rules Governing Meetings**

497

498 A. National Conference. The President, President-elect, and Vice President shall be
499 sent to the National Conference with all conference related expenses paid by the
500 Association. The Executive Committee shall determine if alternates will be sent.

501

502 B. National Leadership Training Conference. The purpose shall be to evaluate
503 programs and to develop recommendations for the next years’ Plan of Action.
504 The President, President-elect, Vice President, and two Future Leaders as directed
505 by the executive committee shall be sent with all conference related expenses paid
506 by the Association. If budgeted funds are available, the Board may also send
507 additional Board Members. The Executive Committee shall determine if an
508 alternate will be sent.

509

510 C. Legislative Action Conference. The President, President-elect, Vice President
511 and Legislative Chair, shall be sent with all conference related expenses paid by
512 the Association. The Executive Committee shall determine if any alternates will
513 be sent. The Executive Committee shall determine if an alternate will be sent.

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515 D. School Nutrition Industry Conference. The President may be sent with all
516 Conference related expenses paid by the Association. The Executive Committee
517 shall determine if an alternate will be sent.

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519

520 E. Annual Officer's Training Session: All SNA of Ohio Board Members and
521 Chapter Presidents shall attend.
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523 ***DEFINITIONS***

- 524
525 A. **Quorum.** A quorum is the number of members who must be present at a meeting
526 in order to transact business legally.
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528 B. **Fiscal Year.** A fiscal year shall begin on August 1 each year through July 31 of
529 the succeeding year.
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531 C. **Year.** Any reference to year in this document refers to fiscal year.