

Proposal to Amend SNA Bylaws

Proposal #	Title	Article	Section	Proposed by
1501	Board of Directors	IV	ALL	SNA Board of Directors

<p><u><i>Current Language:</i></u> <u>Section 1. Composition</u> The board shall be composed of twenty members, including the president, president-elect, vice president, secretary/treasurer, seven regional directors, the education committee chair, the member services committee chair, the nutrition committee chair; the public policy and legislation committee chair, the research committee chair, the school nutrition employee/manager representative, the state agency representative, the industry representative, and the chief executive officer, who shall be a nonvoting member.</p>	<p><u><i>Proposed Changes:</i></u> <u>Section 1. Composition</u> The board shall be composed of twenty members, including the president, president-elect, vice president, secretary/treasurer, seven regional directors <u>elected by and from the members in each region, three at large directors,</u> the education committee chair, the member services committee chair, the nutrition committee chair; the public policy and legislation committee chair, the research committee chair, the school nutrition employee/manager <u>section chair,</u> representative, the state agency representative, the industry representative, and the chief executive officer, who shall be a nonvoting member. <u>The board of directors may also invite the school nutrition foundation chair or other SNF director selected by the SNF board to serve as a nonvoting member.</u></p>	<p><u><i>If Adopted:</i></u> <u>Section 1. Composition</u> The board shall be composed of the president, president-elect, vice president, secretary/treasurer, seven regional directors elected by and from the members in each region, three at large directors, the school nutrition employee/manager section chair, and the chief executive officer, who shall be a nonvoting member. The board of directors may also invite the school nutrition foundation chair or other SNF director selected by the SNF board to serve as a nonvoting member.</p>
<p><u>Section 2. Authority</u> The board shall be responsible for the management of the affairs of SNA. To that end, it shall also:</p> <ol style="list-style-type: none"> 1. Provide strategic direction for SNA; 2. Comply with fiduciary obligations of care, loyalty and obedience; 3. Oversee SNA's business and financial affairs; 4. Select and appoint the chief executive officer; 5. Identify, recruit and develop members to be future leaders of the association; 6. Perform all duties entrusted to officers and directors of the corporation. 	<p><u>Section 2. Authority</u> The board shall be responsible for the management of the affairs of SNA. To that end, it shall also:</p> <ol style="list-style-type: none"> 1. Provide strategic direction for SNA; 2. Comply with fiduciary obligations of care, loyalty and obedience; 3. Oversee SNA's business and financial affairs; 4. Select and appoint the chief executive officer; <u>and</u> 5. Identify, recruit and develop members to be future leaders of the association; <u>6.5.</u> Perform all duties <u>usually</u> entrusted to officers and directors of the corporation. 	<p><u>Section 2. Authority</u> The board shall be responsible for the management of the affairs of SNA. To that end, it shall also:</p> <ol style="list-style-type: none"> 1. Provide strategic direction for SNA; 2. Comply with fiduciary obligations of care, loyalty and obedience; 3. Oversee SNA's business and financial affairs; 4. Select and appoint the chief executive officer; and 5. Perform all duties usually entrusted to officers and directors of the corporation.
<p><u><i>(Section 3 unchanged)</i></u></p>	<p><u><i>(Section 3 unchanged)</i></u></p>	<p><u><i>(Section 3 unchanged)</i></u></p>

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<p><u>Section 4. Eligibility</u></p> <p>A. All school nutrition member candidates for election as a director must:</p> <ol style="list-style-type: none"> 1. Be a member in good standing; 2. Be SNA certified or credentialed, except for the state agency representative; 3. Have demonstrated leadership ability by serving on the executive board or board of directors of a chartered affiliate or by serving on a national committee; 4. Be regularly employed in an eligible field but may not be employed as a district director, supervisor, regional manager or corporate officer of a for-profit organization; and 5. Maintain membership at the time of nomination and election. If a change in professional status occurs, a director may complete the term of office provided one year of the term has been completed. <p>B. Regional directors shall hold SNA membership in the region where their principal place of employment is located.</p> <p>C. The education and member services committee chairs must have previous service on a national SNA committee.</p> <p>D. The nutrition committee chair must have previous service on a national SNA committee, and must be a Registered Dietitian or have a bachelor's degree in nutrition.</p> <p>E. The public policy and legislation committee chair must have previous service on a national SNA committee, and must have attended at least two of the prior four Legislative Action conferences.</p> <p>F. The research committee chair must have previous service on a national SNA committee, and must have earned a minimum of a bachelor's degree in nutrition/foodservice management or related field, although a master's degree is preferred.</p>	<p><u>Section 4. Eligibility</u></p> <p>A. All school nutrition member candidates for election as a director must:</p> <ol style="list-style-type: none"> 1. Be a member in good standing; 2. Be SNA certified or credentialed, except for the state agency representative; 3. Have demonstrated leadership ability by serving on the executive board or board of directors of a chartered affiliate or by serving on a national committee; 4. Be regularly employed in an eligible field but may not be employed as a district director, supervisor, regional manager or corporate officer of a for-profit organization; and 5. Maintain membership at the time of nomination and election. If a change in professional status occurs, a director may complete the term of office provided one year of the term has been completed. <p>B. Regional directors shall hold SNA membership in the region where their principal place of employment is located.</p> <p>C. The education and member services committee chairs must have previous service on a national SNA committee.</p> <p>D. The nutrition committee chair must have previous service on a national SNA committee, and must be a Registered Dietitian or have a bachelor's degree in nutrition.</p> <p>E. The public policy and legislation committee chair must have previous service on a national SNA committee, and must have attended at least two of the prior four Legislative Action conferences.</p> <p>F. The research committee chair must have previous service on a national SNA committee, and must have earned a minimum of a bachelor's degree in nutrition/foodservice management or related field, although a master's degree is preferred.</p>	<p><u>Section 4. Eligibility</u></p> <p>A. All school nutrition member candidates for election as a director must:</p> <ol style="list-style-type: none"> 1. Be a member in good standing; 2. Be SNA certified or credentialed, except for the state agency representative; 3. Have demonstrated leadership ability by serving on the executive board or board of directors of a chartered affiliate or by serving on a national committee; 4. Be regularly employed in an eligible field but may not be employed as a district director, supervisor, regional manager or corporate officer of a for-profit organization; and 5. Maintain membership at the time of nomination and election. If a change in professional status occurs, a director may complete the term of office provided one year of the term has been completed. <p>B. Regional directors shall hold SNA membership in the region where their principal place of employment is located.</p> <p>C. The school nutrition employee/manager section chair must be a member of his or her respective membership section.</p>
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<p>G. The school nutrition employee/manager representative and state agency representative must be members of their respective membership sections.</p> <p>H. The industry representative must be one of the designated representatives of a corporate industry member, and must retain industry membership at the time of nomination and election.</p>	<p>G. The school nutrition employee/manager <u>section chair</u> representative and state agency representative must be <u>a</u> members of <u>his or her</u> their respective membership sections.</p> <p>H. The industry representative must be one of the designated representatives of a corporate industry member, and must retain industry membership at the time of nomination and election.</p>	
<p><u>Section 5. Election and Terms of Office</u></p> <p>A. SNA directors shall be elected by the membership. The election shall be conducted in a cost effective and efficient way. The board shall determine the methodology, time lines for balloting procedures and notification of candidates. In the event a tie occurs during an election, the tie will be broken by lot.</p> <p><u>Installation Even Years</u> Secretary/Treasurer Northeast Regional Director Southwest Regional Director School Nutrition Employee/Manager Representative State Agency Representative Member Services Committee Chair Nutrition Committee Chair</p> <p><u>Installation Odd Years</u> Mideast Regional Director Midwest Regional Director Southeast Regional Director West Regional Director Education Committee Chair Public Policy & Legislation Committee Chair Research Committee Chair Industry Representative</p>	<p><u>Section 5. Election and Terms of Office</u></p> <p>A. SNA directors shall be elected by the membership. The election shall be conducted in a cost effective and efficient way. The board shall determine the methodology, time lines for balloting procedures and notification of candidates. In the event a tie occurs during an election, the tie will be broken by lot. <u>Directors shall be elected according to the three year cycle below:</u></p> <p><u>Election Cycle</u></p> <p><u>Year A</u> <u>Northeast Regional Director</u> <u>Northwest Regional Director</u> <u>School Nutrition Employee/Manager Section Chair</u> <u>At Large Director</u></p> <p><u>Year B</u> <u>Southwest Regional Director</u> <u>Mideast Regional Director</u> <u>Midwest Regional Director</u> <u>At Large Director</u></p> <p><u>Year C</u> <u>West Regional Director</u> <u>Southeast Regional Director</u> <u>At Large Director</u></p>	<p><u>Section 5. Election and Terms of Office</u></p> <p>A. SNA directors shall be elected by the membership. Directors shall be elected according to the three year cycle below:</p> <p><u>Election Cycle</u></p> <p><u>Year A</u> Northeast Regional Director Northwest Regional Director School Nutrition Employee/Manager Section Chair At Large Director</p> <p><u>Year B</u> Southwest Regional Director Mideast Regional Director Midwest Regional Director At Large Director</p> <p><u>Year C</u> West Regional Director Southeast Regional Director At Large Director</p>

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<p>C. A director may not serve more than one term in each office. Time spent filling a vacancy shall not be counted as a term.</p>	<p style="text-align: center;"><u>Installation Even Years</u></p> <ul style="list-style-type: none"> — Secretary/Treasurer — Northeast Regional Director — Southwest Regional Director — School Nutrition Employee/Manager Representative — State Agency Representative — Member Services Committee Chair — Nutrition Committee Chair <p style="text-align: center;"><u>Installation Odd Years</u></p> <ul style="list-style-type: none"> — Midcast Regional Director — Midwest Regional Director — Southeast Regional Director — West Regional Director — Education Committee Chair — Public Policy & Legislation Committee Chair — Research Committee Chair — Industry Representative <p>C. A director may not serve more than one term in each office. Time spent filling a vacancy shall not be counted as a term.</p> <p><u>D. The election shall be conducted in a cost effective and efficient way. The board shall determine the methodology, time lines for balloting procedures and notification of candidates. In the event a tie occurs during an election, the tie will be broken by lot.</u></p>	<p>C. A director may not serve more than one term in each office. Time spent filling a vacancy shall not be counted as a term.</p> <p>D. The election shall be conducted in a cost effective and efficient way. The board shall determine the methodology, time lines for balloting procedures and notification of candidates. In the event a tie occurs during an election, the tie will be broken by lot.</p>
<p><i>(Section 6 unchanged)</i></p>	<p><i>(Section 6 unchanged)</i></p>	<p><i>(Section 6 unchanged)</i></p>
<p><u>Section 7. Director Responsibilities</u></p> <p>A. Regional directors shall:</p> <ol style="list-style-type: none"> 1. Serve as liaisons between chartered affiliates in their respective regions and the board; 	<p><u>Section 7. Director Responsibilities</u></p> <p>A. Regional directors shall:</p> <ol style="list-style-type: none"> 1. Serve as liaisons between chartered affiliates in their respective regions and the board; 	<p><u>Section 7. Director Responsibilities</u></p> <p>A. Regional directors shall:</p> <ol style="list-style-type: none"> 1. Serve as liaisons between chartered affiliates in their respective regions and the board;

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<p>2. Communicate with chartered affiliate leaders on a regular basis and provide assistance as needed;</p> <p>3. Represent the interests of members in their respective regions;</p> <p>4. Attend a meeting of each chartered affiliate within their respective region at least once during the term; and</p> <p>5. Perform other duties incident to the office of regional director as assigned by the president, the board or association governing documents.</p> <p>B. Committee chairs shall:</p> <ol style="list-style-type: none"> 1. Chair and serve as liaisons between their respective committees and the board; 2. Oversee the implementation of annual committee charges assigned by the president; and 3. Perform other duties incident to their office as assigned by the president, the board or association governing documents. <p>C. School nutrition employee/manager representative, state agency representative and industry representative shall:</p> <ol style="list-style-type: none"> 1. Serve as liaisons between their respective membership section and the board; 2. Communicate with their respective membership section on a regular basis; and 3. Perform other duties incident to their office as assigned by the president, the board or association governing documents. 	<p>2. Communicate with chartered affiliate leaders on a regular basis and provide assistance as needed;</p> <p>3. Represent the interests of members in their respective regions;</p> <p>4. Attend a meeting of each chartered affiliate within their respective region at least once during the term; and</p> <p>5. Perform other duties incident to the office of regional director as assigned by the president, the board or association governing documents.</p> <p><u>B. At large directors shall:</u></p> <ol style="list-style-type: none"> <u>1. Perform duties incident to the office of director as assigned by the president, the board or association governing documents; and</u> <u>2. Represent SNA as needed and assigned by the president.</u> <p>B. Committee chairs shall:</p> <ol style="list-style-type: none"> 1. Chair and serve as liaisons between their respective committees and the board; 2. Oversee the implementation of annual committee charges assigned by the president; and 3. Perform other duties incident to their office as assigned by the president, the board or association governing documents. <p>C. <u>The School nutrition employee/manager section chair</u> representative, state agency representative and industry representative shall:</p> <ol style="list-style-type: none"> 1. Serve as <u>a</u> liaisons between their respective membership section <u>the school nutrition employee/manager section members</u> and the board; 2. Communicate with <u>the school nutrition</u> 	<p>2. Communicate with chartered affiliate leaders on a regular basis and provide assistance as needed;</p> <p>3. Represent the interests of members in their respective regions;</p> <p>4. Attend a meeting of each chartered affiliate within their respective region at least once during the term; and</p> <p>5. Perform other duties incident to the office of regional director as assigned by the president, the board or association governing documents.</p> <p>B. At large directors shall:</p> <ol style="list-style-type: none"> 1. Perform duties incident to the office of director as assigned by the president, the board or association governing documents; and 2. Represent SNA as needed and assigned by the president. <p>C. The School nutrition employee/manager section chair shall:</p> <ol style="list-style-type: none"> 1. Serve as a liaison between the school nutrition employee/manager section members and the board; 2. Communicate with the school nutrition employee/manager section members on a regular basis; and 3. Perform other duties incident to the office as assigned by the president, the board or association governing documents.
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	<p>employee/manager section members <u>their</u> respective membership section on a regular basis; and</p> <p>3. Perform other duties incident to their <u>the</u> office as assigned by the president, the board or association governing documents.</p>	
<p><u>Section 8. Executive Committee</u></p> <p>A. Composition The executive committee shall be composed of the following seven members:</p> <ol style="list-style-type: none"> 1. The president, who shall serve as chair; 2. The president-elect, vice president and secretary/treasurer; 3. One regional director appointed by the president from among the regional directors serving the second year of their term; 4. One representative from among the elected committee chairs, or the school nutrition employee/manager representative or the state agency representative appointed by the president from among those serving the second year of their term; and 5. The chief executive officer, who shall serve as a nonvoting member. <p>B. Responsibilities</p> <ol style="list-style-type: none"> 1. The executive committee shall assist the board in managing SNA on issues that are time sensitive between official board meetings and, in such cases, shall have the authority of the board provided that the executive committee does not alter or act contrary to established board policies. The executive committee shall also carry out tasks referred to it by the board. 2. Actions of the executive committee shall be communicated to the board within ten days of the meeting at which the actions were taken. 	<p><u>Section 8. Executive Committee</u></p> <p>A. Composition The executive committee shall be composed of the following seven members:</p> <ol style="list-style-type: none"> 1. The president, who shall serve as chair; 2. The president-elect, vice president and secretary/treasurer; 3. <u>Two directors in the second or third year of their terms and who are not serving on the finance committee, elected by the board of directors; and</u> One regional director appointed by the president from among the regional directors serving the second year of their term; 4. One representative from among the elected committee chairs, or the school nutrition employee/manager representative or the state agency representative appointed by the president from among those serving the second year of their term; and 5. The chief executive officer, who shall serve as a nonvoting member. <p>B. Responsibilities</p> <ol style="list-style-type: none"> 1. The executive committee shall assist the board in managing SNA on issues that are time sensitive between official board meetings and, in such cases, shall have the authority of the board provided that the executive committee does not alter or act contrary to established board policies. The executive committee shall also carry out tasks referred to it by the board. 	<p><u>Section 8. Executive Committee</u></p> <p>A. Composition The executive committee shall be composed of the following seven members:</p> <ol style="list-style-type: none"> 1. The president, who shall serve as chair; 2. The president-elect, vice president and secretary/treasurer; 3. Two directors in the second or third year of their terms and who are not serving on the finance committee, elected by the board of directors; and 4. The chief executive officer, who shall serve as a nonvoting member. <p>B. Responsibilities</p> <ol style="list-style-type: none"> 1. The executive committee shall assist the board in managing SNA on issues that are time sensitive between official board meetings and, in such cases, shall have the authority of the board provided that the executive committee does not alter or act contrary to established board policies. The executive committee shall also carry out tasks referred to it by the board. 2. Actions of the executive committee shall be communicated to the board within ten days of the meeting at which the actions were taken. <p>C. Meetings The executive committee shall meet on the call of the president or on the request of any three members of the executive committee. A majority of the members of the executive committee then in office shall constitute a quorum.</p>

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<p>C. Meetings The executive committee shall meet on the call of the president or on the request of any three members of the executive committee. A majority of the members of the executive committee then in office shall constitute a quorum.</p>	<p>2. Actions of the executive committee shall be communicated to the board within ten days of the meeting at which the actions were taken.</p> <p>C. Meetings The executive committee shall meet on the call of the president or on the request of any three members of the executive committee. A majority of the members of the executive committee then in office shall constitute a quorum.</p>	
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Proviso:

This amendment shall take effect according to the following schedule:

1. The board of directors may invite the School Nutrition Foundation Chair or other SNF director elected by the foundation board to serve as a director starting with the term beginning at the close of the Annual National Conference in 2015.
2. The current Southwest Regional Director will serve an additional year in 2016-17, and thereafter directors elected for those positions shall serve a three year term.
3. Incoming SE and West Regional Directors that will be installed at 2015 ANC will be asked to serve a three year term to move this position to the Year B Election Cycle.
4. Candidates elected for terms beginning at the close of the Annual National Conference in 2016 shall serve the full terms to which they were elected, except that:
 - a. The NE Regional Director, the NW Regional Director, and the School Nutrition Employee/Manager Section Chair shall serve a three year term.
 - b. The State Agency Representative, Member Services, and Nutrition Chairs shall no longer be positions on the board of directors after ANC 2016.
 - c. There shall be three at large directors elected. The candidate with the highest number of votes shall serve a three year term, the candidate with the second highest number of votes shall serve a two year term, and the candidate with the third highest number of votes shall serve a one year term.
5. For terms beginning at the close of the Annual National Conference in 2017:
 - a. The Mideast Regional Director and the Midwest Regional Director shall be elected for three year terms.
 - b. The Education Chair, Public Policy and Legislation Chair, Research Chair, and Industry Representative shall no longer be positions on the board of directors after ANC 2017.

Rationale:

- Reduces the number of board positions from 20 to 16 members which is more in line with the average number of members on a national nonprofit board (15.5)
- By removing committee chair positions from the board, the committee chairs are better able to focus on critical work required to successfully implement the strategic plan. This also reduces the time commitment required for these volunteer members.
- Adds 3 at large director positions with no restrictions on membership sections or regions that can support travel to state meetings and assist leadership with other board responsibilities as assigned.

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- Adds SNF board chair/representative as ex-officio, non-voting member to enhance relationship between SNA and the foundation.
- Increases term of office for director positions from 2 to 3 years in order to increase board experience and effectiveness.
- Ensures that school nutrition employee/managers (83 percent of members) interests are represented by retaining section chair on the board.
- The two directors serving on the executive committee are no longer appointed by the president-elect but voted on by the board.

Proposal to Amend SNA Bylaws

Proposal #	Title	Article	Section	Proposed by
1502	Vice President	III	1.	SNA Board of Directors

<p><u>Current Language:</u> The officers shall be the president, president-elect, vice president, secretary/treasurer and chief executive officer.</p>	<p><u>Proposed Changes:</u> The officers shall be the president, president-elect, vice president, secretary/treasurer and chief executive officer.</p>	<p><u>If Adopted:</u> The officers shall be the president, president-elect, secretary/treasurer and chief executive officer.</p>
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Conforming amendments: *If the above proposal is adopted, the following will be automatically adopted.*

Article III, Section 1

<p><u>Current Language:</u> C. Vice President The vice president shall: 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.</p>	<p><u>Proposed Changes:</u> C. Vice President — The vice president shall: — 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.</p>	<p><u>If Adopted:</u> <i>(None. Renumber accordingly.)</i></p>
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Article III, Section 2.B.

<p><u>Current Language:</u> The vice president shall have a minimum of a bachelor's degree, have the School Nutrition Specialist credential, and shall have served on the SNA board.</p>	<p><u>Proposed Changes:</u> The vice president president-elect shall have a minimum of a bachelor's degree, have the School Nutrition Specialist credential, and shall have served on the SNA board.</p>	<p><u>If Adopted:</u> The president-elect shall have a minimum of a bachelor's degree, have the School Nutrition Specialist credential, and shall have served on the SNA board.</p>
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Article III, Section 3:

<p><u>Current Language:</u> Officers shall be elected by the membership in conjunction with the election of the board of directors. The term of office for the president, president-elect, and vice president shall be for one year, beginning and ending upon installation at the annual national conference. <i>(Remainder of section unchanged.)</i></p>	<p><u>Proposed Changes:</u> Officers shall be elected by the membership in conjunction with the election of the board of directors. The term of office for the president, and president-elect, and vice president shall be for one year, beginning and ending upon installation at the annual national conference. <i>(Remainder of section unchanged.)</i></p>	<p><u>If Adopted:</u> Officers shall be elected by the membership in conjunction with the election of the board of directors. The term of office for the president, and president-elect shall be for one year, beginning and ending upon installation at the annual national conference. <i>(Remainder of section unchanged.)</i></p>
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<i>Article III, Section 4.C.:</i>		
<u>Current Language:</u> Upon completion of the term of office, the vice president shall automatically succeed to the office of president-elect, except if filling a vacancy.	<u>Proposed Changes:</u> Upon completion of the term of office, the vice president shall automatically succeed to the office of president-elect, except if filling a vacancy.	<u>If Adopted:</u> (None. Renumber accordingly.)
<i>Article III, Section 5.B.:</i>		
<u>Current Language:</u> Vice President -- 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 vice president's original term had the vacancy not occurred.	<u>Proposed Changes:</u> Vice President — 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 vice president's original term had the vacancy not occurred.	<u>If Adopted:</u> (None. Renumber accordingly.)
<i>Article IV, Section 1:</i>		
<u>Current Language:</u> The board shall be composed of twenty members, including the president, president-elect, vice president, secretary/treasurer, seven regional directors, the education committee chair, the member services committee chair, the nutrition committee chair; the public policy and legislation committee chair, the research committee chair, the school nutrition employee/manager representative, the state agency representative, the industry representative, and the chief executive officer, who shall be a nonvoting member.	<u>Proposed Changes:</u> The board shall be composed of twenty members, including the president, president-elect, vice president, secretary/treasurer, seven regional directors, the education committee chair, the member services committee chair, the nutrition committee chair; the public policy and legislation committee chair, the research committee chair, the school nutrition employee/manager representative, the state agency representative, the industry representative, and the chief executive officer, who shall be a nonvoting member.	<u>If Adopted:</u> The board shall be composed of twenty members, including the president, president-elect, secretary/treasurer, seven regional directors, the education committee chair, the member services committee chair, the nutrition committee chair; the public policy and legislation committee chair, the research committee chair, the school nutrition employee/manager representative, the state agency representative, the industry representative, and the chief executive officer, who shall be a nonvoting member.
<i>Article IV, Section 8.A.2: (Composition of Executive Committee)</i>		
<u>Current Language:</u> A. Composition The executive committee shall be composed of the following seven members: 1. The president, who shall serve as chair; 2. The president-elect, vice president and secretary/treasurer;	<u>Proposed Changes:</u> A. Composition The executive committee shall be composed of the following seven members: 1. The president, who shall serve as chair; 2. The president-elect, vice president and secretary/treasurer;	<u>If Adopted:</u> A. Composition The executive committee shall be composed of the following members: 1. The president, who shall serve as chair 2. The president-elect and secretary/treasurer;

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<i>Article VII, Section 2: (Composition of Finance Committee)</i>		
<p><u>Current Language:</u> Composition – The finance committee shall be composed of the secretary/treasurer serving as chair; the president; president-elect; vice president; <i>(Remainder unchanged.)</i></p>	<p><u>Proposed Changes:</u> Composition – The finance committee shall be composed of the secretary/treasurer serving as chair; the president; president-elect; vice president; <i>(Remainder unchanged.)</i></p>	<p><u>If Adopted:</u> Composition – The finance committee shall be composed of the secretary/treasurer serving as chair; the president; president-elect; <i>(Remainder unchanged.)</i></p>
<p><u>Proviso:</u> This amendment shall not take effect until the end of the Annual National Conference in 2017.</p>		

<p><u>Rationale:</u></p> <ul style="list-style-type: none"> • Reduces the time commitment for members who want to serve as president from 3 years to 2 years. This will increase the pool of members who are both willing and permitted by their school districts to serve in this critical leadership position.

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Proposal #	Title	Article	Section	Proposed by
1503	Standing Committees and Advisory Boards	VII	1	SNA Board of Directors

<u>Current Language:</u>	<u>Proposed Changes:</u>	<u>If Adopted:</u>
<p>A. There shall be the following standing committees:</p> <ul style="list-style-type: none"> Nominating Public Policy and Legislation Education Nutrition Resolutions and Bylaws Member Services Research <p>B. Standing committee members shall serve three-year staggered terms. Only school nutrition members may serve as chair of a standing committee. School nutrition members, associate retired members and industry members are eligible for appointment to standing committees. Only school nutrition members are required to be SNA certified or credentialed; state agency representatives are exempt.</p> <p>C. Composition – All standing committees shall consist of seven school nutrition members, except for the research committee which shall have eight members. The education, nutrition, member services, research, and resolutions & bylaws committees will each have one industry member.</p> <ol style="list-style-type: none"> 1. The member services committee and resolutions & bylaws committee shall be composed of one member from each of the seven regions. 2. The nutrition committee and the public policy and legislation committee shall be composed of one member from each of the seven regions with expertise in the subject areas of the committee. 3. The education committee shall be composed of members representing SNA's various 	<p>A. There shall be the following standing committees:</p> <ul style="list-style-type: none"> Finance Nominating Leadership Development Public Policy and Legislation Education Nutrition Resolutions and Bylaws Member Services Research <p><u>B. There shall be the following advisory councils:</u></p> <ul style="list-style-type: none"> Industry Past Presidents' State Agency <p><u>C. The board shall report annually to the house on the strategic committees required to implement the annual plan of work based on the strategic plan.</u></p> <p>B.D. Standing committee members shall serve three-year staggered terms. Only school nutrition members may serve as chair of a standing or <u>strategic</u> committee <u>or advisory council, except for the Industry Advisory Council.</u> School nutrition members, associate retired members and industry members are eligible for appointment to standing <u>or strategic</u> committees <u>or advisory councils.</u> Only school nutrition members are required to be SNA certified or credentialed; state agency representatives are exempt.</p> <p>D. Composition – All standing committees shall consist of seven school nutrition members, except for the research committee which shall have eight members. The education, nutrition, member</p>	<p>A. There shall be the following standing committees:</p> <ul style="list-style-type: none"> Finance Leadership Development Resolutions and Bylaws <p>B. There shall be the following advisory councils:</p> <ul style="list-style-type: none"> Industry Past Presidents' State Agency <p>C. The board shall report annually to the house on the strategic committees required to implement the annual plan of work based on the strategic plan.</p> <p>D. Only school nutrition members may serve as chair of a standing or strategic committee or advisory council, except for the industry advisory council. School nutrition members, associate retired members and industry members are eligible for appointment to standing or strategic committees or advisory councils. Only school nutrition members are required to be SNA certified or credentialed; state agency representatives are exempt.</p>

Proposal to Amend SNA Bylaws

<p>membership sections.</p> <p>4. The research committee shall be composed of specialized members as defined in the Standing Rules.</p> <p>E. The chairs of the standing committees shall be elected by the voting members of the association for two-year terms, except that the resolutions and bylaws committee shall be chaired by the secretary/treasurer. If the chair is elected from among the current committee members, the president may appoint an additional committee member at-large.</p> <p>F. Standing committees shall develop annual strategies to implement the strategic plan of action. All standing committees report to the board.</p>	<p>services, research, and resolutions & bylaws committees will each have one industry member.</p> <p>1. The member services committee and resolutions & bylaws committee shall be composed of one member from each of the seven regions.</p> <p>2. The nutrition committee and the public policy and legislation committee shall be composed of one member from each of the seven regions with expertise in the subject areas of the committee.</p> <p>3. The education committee shall be composed of members representing SNA's various membership sections.</p> <p>4. The research committee shall be composed of specialized members as defined in the Standing Rules.</p> <p>E. The chairs of the standing committees shall be elected by the voting members of the association for two year terms, except that the resolutions and bylaws committee shall be chaired by the secretary/treasurer. If the chair is elected from among the current committee members, the president may appoint an additional committee member at-large.</p> <p>F. Standing committees shall develop annual strategies to implement the strategic plan of action. All standing committees report to the board.</p>	
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Conforming amendments: *If the above proposal is adopted, the following will be automatically adopted.*

<u>Article III, Section 1.A.4:</u>		
<u>Current Language:</u> Serve and make appointments as required by these bylaws and other governing documents, including serving as ex-officio on all committees and advisory boards except the nominating committee; and	<u>Proposed Changes:</u> Serve and make appointments as required by these bylaws and other governing documents, including serving as ex-officio on all committees and advisory boards <u>councils</u> except the nominating committee; and	<u>If Adopted:</u> Serve and make appointments as required by these bylaws and other governing documents, including serving as ex-officio on all committees and advisory councils except the nominating committee; and

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<u>Article III, Section 1.B.3:</u>		
<p><u>Current Language:</u> Serve and make appointments as required by these bylaws and other governing documents including recommending for board approval the appointment of incoming members of committees and advisory boards to fill applicable expiring terms; and</p>	<p><u>Proposed Changes:</u> Serve and make appointments as required by these bylaws and other governing documents including recommending for board approval the appointment of incoming members of committees and advisory boards <u>councils</u> to fill applicable expiring terms; and</p>	<p><u>If Adopted:</u> Serve and make appointments as required by these bylaws and other governing documents including recommending for board approval the appointment of incoming members of committees and advisory councils to fill applicable expiring terms; and</p>
<u>Article XI, Section B.2:</u>		
<p><u>Current Language:</u> An official request of association committees or advisory boards.</p>	<p><u>Proposed Changes:</u> An official request of association committees or advisory boards <u>councils</u>.</p>	<p><u>If Adopted:</u> An official request of association committees or advisory councils.</p>
<u>Article XI, Section C.1.:</u>		
<p><u>Current Language:</u> The chair of the resolutions and bylaws committee receives the amendments in writing from a state affiliate or a petition signed by 100 members postmarked on or before April 1 or from the board, association committees, or advisory boards no later than the first day of the national leadership conference; and</p>	<p><u>Proposed Changes:</u> The chair of the resolutions and bylaws committee receives the amendments in writing from a state affiliate or a petition signed by 100 members postmarked on or before April 1 or from the board, association committees, or advisory boards <u>councils</u> no later than the first day of the national leadership conference; and</p>	<p><u>If Adopted:</u> The chair of the resolutions and bylaws committee receives the amendments in writing from a state affiliate or a petition signed by 100 members postmarked on or before April 1 or from the board, association committees, or advisory councils no later than the first day of the national leadership conference; and</p>
<u>Article VII:</u>	<u>Article VII:</u>	<u>Article VII:</u>
<p><u>Section 2. Finance Committee</u> A. Composition – The finance committee shall be composed of the secretary/treasurer serving as chair, the president, president-elect, vice president, a chair of the regional directors (appointed to the executive committee by the president from among the regional directors serving the second year of their term); a representative from the elected committee chairs, the school nutrition employee/manager representative and the state agency representative (appointed to the executive committee by the president from among those serving the second year of their term). The chief executive officer shall</p>	<p><u>Section 2. Finance Committee</u> A. Composition – The finance committee shall be composed of the secretary/treasurer serving as chair,; the president; president-elect, vice president, <u>and two directors in the second or third year of their terms as directors who are not serving on the executive committee, elected by the board of directors.</u> A chair of the regional directors (appointed to the executive committee by the president from among the regional directors serving the second year of their term); a representative from the elected committee chairs, the school nutrition employee/manager representative and the state agency representative</p>	<p><u>Section 2. Finance Committee</u> A. Composition – The finance committee shall be composed of the secretary/treasurer serving as chair, the president-elect, vice president; and two directors in the second or third year of their terms as directors who are not serving on the executive committee, elected by the board of directors. The chief executive officer shall be a nonvoting member. A majority of the members shall constitute a quorum. B. Responsibilities – The finance committee shall: 1. Review and approve the proposed annual budget to be brought forth to the board for approval; 2. Review the financial status of the association</p>

Proposal to Amend SNA Bylaws

<p>be a nonvoting member. A majority of the members shall constitute a quorum.</p> <p>B. Responsibilities – The finance committee shall:</p> <ol style="list-style-type: none"> 1. Review and approve the proposed annual budget to be brought forth to the board for approval; 2. Review the financial status of the association throughout the year; 3. Review and update SNA's investment policy for board approval; 4. Review SNA's long and short-term investments on a regular basis; and 5. Review and approve all new non-budgeted financial requests to be brought forth to the board for approval. 	<p>(appointed to the executive committee by the president from among those serving the second year of their term). The chief executive officer shall be a nonvoting member. A majority of the members shall constitute a quorum.</p> <p>B. Responsibilities – The finance committee shall:</p> <ol style="list-style-type: none"> 1. Review and approve the proposed annual budget to be brought forth to the board for approval; 2. Review the financial status of the association throughout the year; 3. Review and update SNA's investment policy for board approval; 4. Review SNA's long and short-term investments on a regular basis; and 5. Review and approve all new non-budgeted financial requests to be brought forth to the board for approval. 	<p>throughout the year;</p> <ol style="list-style-type: none"> 3. Review and update SNA's investment policy for board approval; 4. Review SNA's long and short-term investments on a regular basis; and 5. Review and approve all new non-budgeted financial requests to be brought forth to the board for approval.
<p><u>Section 3. Nominating Committee</u></p> <p>A. The nominating committee shall consist of eight members, one from each of the association's regions and an appointed nonvoting chair. Nominating committee members shall be elected by the voting members of their respective regions in alternate years of regional director elections. The nominating committee shall select all candidates for elective office.</p> <p>B. The nominating committee members shall serve a two-year term. The chair of the nominating committee shall be appointed by the president-elect from among the association's past presidents and shall serve a one-year term as non-voting chair of the committee.</p> <p>C. Elected members of the nominating committee shall:</p>	<p><u>Section 3. Nominating Leadership Development Committee</u></p> <p>A. The nominating committee shall consist of eight members, one from each of the association's regions and an appointed nonvoting chair. Nominating committee members shall be elected by the voting members of their respective regions in alternate years of regional director elections. The nominating committee shall select all candidates for elective office.</p> <p><u>The leadership development committee shall be composed of eleven members: seven elected regional members elected by and from the SNA regions, two at large members appointed by the president-elect and approved by the board, and the two most recent past presidents serving as nonvoting ex-officio members. The second most recent past president shall serve as chair. The regional</u></p>	<p><u>Section 3. Leadership Development Committee</u></p> <p>A. The leadership development committee shall be composed of eleven members: seven elected regional members elected by and from the SNA regions, two at large members appointed by the president-elect and approved by the board, and the two most recent past presidents serving as nonvoting ex-officio members. The second most recent past president shall serve as chair. The regional and the at large members shall serve two year staggered terms.</p> <p>B. The leadership development committee shall identify and recruit eligible candidates based on their leadership competencies and diversity.</p> <p>C. If there is no eligible candidate for election to a region position on the leadership development committee by March 1, the position shall be converted to an at large position for that term and the president-elect shall</p>

Proposal to Amend SNA Bylaws

<ol style="list-style-type: none"> 1. Be a member in good standing; 2. Be SNA certified or SNS credentialed, except for a state agency representative; 3. Have demonstrated leadership ability by serving on the board of directors of SNA or by serving on a national committee; 4. Be regularly employed in an eligible field but may not be employed as a district director, supervisor, regional manager or corporate officer of a for-profit organization; and 5. 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. 	<p><u>and the at large members shall serve two year staggered terms.</u></p> <p><u>B. The leadership development committee shall identify and recruit eligible candidates based on their leadership competencies and diversity.</u></p> <p><u>C. If there is no eligible candidate for election to a region position on the leadership development committee by March 1, the position shall be converted to an at large position for that term and the president-elect shall make the appointment with the approval of the board.</u></p> <p>B. The nominating committee members shall serve a two year term. The chair of the nominating committee shall be appointed by the president-elect from among the association's past presidents and shall serve a one year term as non voting chair of the committee.</p> <p>DC. Elected members <u>Members</u> of the nominating <u>leadership development</u> committee shall:</p> <ol style="list-style-type: none"> 1. Be a member in good standing; 2. Be SNA certified or SNS credentialed, except for a state agency representative; 3. Have demonstrated leadership ability by serving on the board of directors of SNA or by serving on a national committee <u>or task force</u>; 4. Be regularly employed in an eligible field but may not be employed as a district director, supervisor, regional manager or corporate officer of a for-profit organization; and 5. 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. 	<p>make the appointment with the approval of the board.</p> <p>D. Members of the leadership development committee shall:</p> <ol style="list-style-type: none"> 1. Be a member in good standing; 2. Be SNA certified or SNS credentialed, except for a state agency representative; 3. Have demonstrated leadership ability by serving on the board of directors of SNA or by serving on a national committee or task force; 4. Be regularly employed in an eligible field but may not be employed as a district director, supervisor, regional manager or corporate officer of a for-profit organization; and 5. 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.
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Proposal to Amend SNA Bylaws

<p><i>(Insert new section in Article VII)</i></p>	<p>Section 4. Resolutions and Bylaws Committee</p> <p><u>A. The resolutions and bylaws committee shall be composed of seven regional members, one industry member, and the secretary/treasurer who shall chair the committee. The regional members and the industry member shall be appointed by the president-elect and approved by the board for two year staggered terms. If there is no eligible candidate for a region position on the resolutions and bylaws committee by August 1, the position shall be converted to an at large position for that term and the president-elect shall make the appointment with the approval of the board.</u></p> <p><u>B. The committee shall present resolutions and proposed bylaws amendments to the delegate assembly, and provide recommendations to the board and the membership.</u></p> <p><u>C. The resolutions and bylaws committee shall be responsible for reviewing the governance documents of the association and ensuring that they are maintained and up to date, and shall approve the final draft of the bylaws following amendment.</u></p>	<p>Section 4. Resolutions and Bylaws Committee</p> <p>A. The resolutions and bylaws committee shall be composed of seven regional members, one industry member, and the secretary/treasurer who shall chair the committee. The regional members and the industry member shall be appointed by the president-elect and approved by the board for two year staggered terms. If there is no eligible candidate for a region position on the resolutions and bylaws committee by August 1, the position shall be converted to an at large position for that term and the president-elect shall make the appointment with the approval of the board.</p> <p>B. The committee shall present resolutions and proposed bylaws amendments to the delegate assembly, and provide recommendations to the board and the membership.</p> <p>C. The resolutions and bylaws committee shall be responsible for reviewing the governance documents of the association and ensuring that they are maintained and up to date, and shall approve the final draft of the bylaws following amendment.</p>
<p><u>Conforming amendments:</u> <i>If the above proposal is adopted, the following will be automatically adopted.</i></p>		
<p>Article III, Section 1.A.4:</p>		
<p><u>Current Language:</u> The president shall:</p> <p>4. Serve and make appointments as required by these bylaws and other governing documents, including serving as ex-officio on all committees and advisory boards except the nominating committee; and</p>	<p><u>Proposed Changes:</u> The president shall:</p> <p>4. Serve and make appointments as required by these bylaws and other governing documents, including serving as ex-officio on all committees and advisory boards except the nominating leadership development committee; and</p>	<p><u>If Adopted:</u> The president shall:</p> <p>4. Serve and make appointments as required by these bylaws and other governing documents, including serving as ex-officio on all committees and advisory boards except the leadership development committee; and</p>

Proposal to Amend SNA Bylaws

<u>Article III, Section 5.C.:</u>		
<p><u>Current Language:</u> In the case of death, resignation or removal of any other officer, the 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 board will seek recommendations from the nominating committee and then vote on the recommendation.</p>	<p><u>Proposed Changes:</u> In the case of death, resignation or removal of any other officer, the 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 board will seek recommendations from the nominating leadership development committee and then vote on the recommendation.</p>	<p><u>If Adopted:</u> In the case of death, resignation or removal of any other officer, the 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 board will seek recommendations from the leadership development committee and then vote on the recommendation.</p>
<u>Article VII</u>		
<p><u>Section 4. Special Committees</u> Special committees and/or advisory boards may be appointed by the president, with approval of the board.</p> <p><u>Section 5. Advisory Boards</u> A. There shall be the following advisory boards: industry and national past presidents both of which report to the board of directors.</p> <p>B. The industry advisory board shall consist of the industry members from the education, member services, nutrition, research, and resolutions and bylaws committees and up to nine additional industry members of the association. Such members need not be SNA certified or credentialed. The industry representative on the board shall serve as chair of the industry advisory board.</p> <p>C. The national past presidents advisory board shall consist of all past national presidents and shall meet annually at the legislative action conference (LAC) and the annual national conference (ANC).</p>	<p><u>Section 4. Special Committees</u> Special committees and/or advisory boards may be appointed by the president, with approval of the board.</p> <p><u>Section 5. Advisory Boards</u> A.—There shall be the following advisory boards: industry and national past presidents both of which report to the board of directors.</p> <p>B.—The industry advisory board shall consist of the industry members from the education, member services, nutrition, research, and resolutions and bylaws committees and up to nine additional industry members of the association. Such members need not be SNA certified or credentialed. The industry representative on the board shall serve as chair of the industry advisory board.</p> <p>C.—The national past presidents advisory board shall consist of all past national presidents and shall meet annually at the legislative action conference (LAC) and the annual national conference (ANC).</p>	<p>(none)</p>

Proposal to Amend SNA Bylaws

Rationale:

- Reduces standing committees from 8 to 3 – Finance, Leadership Development (formerly Nominating) and Resolutions & Bylaws. These three committees are critical to the governance of the organization. This is more in line with the number of standing committees that other national nonprofit organizations have today and focuses standing committees on governance.
- Maintains the use of committees and their important role in carrying out the annual priorities in the Plan of Action and the Strategic Plan. The board will determine annually which committees are needed to support that work.
- Reduces the committee terms from a 3 to 2 year term which makes the volunteer commitment more manageable while at the same time increasing the number of volunteer opportunities. This will enable SNA to develop more future national leaders.
- A list of standing and strategic committees, as well as advisory councils, will be shared with delegates at the annual Delegate Assembly meeting at ANC.
- The two directors serving on the finance committee are no longer appointed by the president-elect but voted on by the board.

Proposal to Amend SNA Bylaws

Proposal #	Title	Article	Section	Proposed by
1504	Sections	VI	ALL	SNA Board of Directors

<p><u>Current Language:</u> The association shall have program sections identified by the special type of food and/or nutrition activities in which members are engaged. Sections are: school nutrition employees/managers, state agency, district directors/supervisors and specialist, major city directors/supervisors and specialists, college personnel, and child care.</p> <p>A. Section chairs -- The representatives to the board for school nutrition employees/managers and state agency shall serve as chair of their respective program sections. The membership section chairs will provide input, as needed, regarding program activities and member needs.</p> <p>B. Section Advisors -- Advisors for district/supervisors and specialist, major city directors/supervisors and specialists and college personnel, and child care sections shall be appointed by the president-elect, with the approval of the board. Appointed advisors shall serve a two-year term. The program section advisors will provide input, as needed, regarding program activities and member needs.</p> <p>C. Section Advisory Committees -- The state agency program section advisory committee shall be composed of State directors elected in the USDA region they represent: Northeast, Mid-Atlantic, Southeast, Midwest, Mountain Plains, Southwest and West. The state agency program advisory committee elections will be held every two years, no later than the end of the association's annual national conference, on a rotating basis among the regions so that no more than one-half of the representatives will be replaced at a time.</p>	<p><u>Proposed Changes:</u> The association shall have program sections identified by the special type of food and/or nutrition activities in which members are engaged. Sections are: school nutrition employees/managers, state agency, district directors/supervisors and specialist, major city directors/supervisors and specialists, <u>and</u> college personnel, and child care.</p> <p>A. Section chairs <u>Appointment</u> -- The representatives to the board for school nutrition employees/managers and state agency shall serve as chair of their respective program sections. <u>The membership section chairs shall be appointed by the president-elect and approved by the board of directors for two year staggered terms, except that the school nutrition employee/managers section chair shall be elected by the members of that section.</u></p> <p><u>B. Responsibilities</u> -- The membership section chairs will provide input, as needed, regarding program activities and member needs.</p> <p>B. Section Advisors -- Advisors for district/supervisors and specialist, major city directors/supervisors and specialists and college personnel, and child care sections shall be appointed by the president elect, with the approval of the board. Appointed advisors shall serve a two-year term. The program section advisors will provide input, as needed, regarding program activities and member needs.</p> <p>C. Section Advisory Committees -- The state agency program section advisory committee shall be composed of State directors elected in the USDA region they</p>	<p><u>If Adopted:</u> The association shall have program sections identified by the special type of food and/or nutrition activities in which members are engaged. Sections are: school nutrition employees/managers, state agency, district directors/supervisors and specialist, major city directors/supervisors and specialists, and college personnel.</p> <p>A. Appointment -- The membership section chairs shall be appointed by the president-elect and approved by the board of directors for two year staggered terms, except that the school nutrition employee/managers section chair shall be elected by the members of that section.</p> <p>B. Responsibilities -- The membership section chairs will provide input, as needed, regarding program activities and member needs.</p>
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Proposal to Amend SNA Bylaws

	<p>represent: Northeast, Mid-Atlantic, Southeast, Midwest, Mountain Plains, Southwest and West. The state agency program advisory committee elections will be held every two years, no later than the end of the association's annual national conference, on a rotating basis among the regions so that no more than one half of the representatives will be replaced at a time.</p>	
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Rationale:

- Reduces the number of membership sections by eliminating the child care category which has very few members.
- Clarifies the appointment process for membership section chairs.
- The state agency Section Advisory Committee changes to state agency advisory council and requires edited language in the sections article of the bylaws.

Proposal to Amend SNA Bylaws

Proposal #	Title	Article	Section	Proposed by
1505	House of Delegates Name, Composition, and Term	V	1. A. 1. B.	SNA Board of Directors

<p><u>Current Language:</u> ARTICLE V – HOUSE OF DELEGATES <u>Section 1 - Composition</u> A. The house of delegates shall be composed of delegates representing chartered affiliates, the board of directors, national standing committee chairs, chartered affiliate delegates, three past national presidents, and the chief executive officer serving as a nonvoting ex-officio member. Delegates must be school nutrition members or associate retired members. Each delegate shall be entitled to one vote.</p>	<p><u>Proposed Changes:</u> ARTICLE V – HOUSE OF DELEGATES DELEGATE <u>ASSEMBLY</u> <u>Section 1 - Composition</u> A. The house of delegates <u>delegate assembly</u> shall be composed of delegates representing chartered affiliates, the board of directors, <u>the nominating committee chair, national standing committee chairs, chartered affiliate delegates,</u> three past national presidents, and the chief executive officer serving as a nonvoting ex-officio member. Delegates must be school nutrition members or associate retired members. Each delegate shall be entitled to one vote.</p>	<p><u>If Adopted:</u> ARTICLE V – DELEGATE ASSEMBLY <u>Section 1 - Composition</u> A. The delegate assembly shall be composed of delegates representing chartered affiliates, the board of directors, the nominating committee chair, three past national presidents, and the chief executive officer serving as a nonvoting ex-officio member. Delegates must be school nutrition members or associate retired members. Each delegate shall be entitled to one vote.</p>
<p>B. Each chartered affiliate shall be entitled to elect or appoint a delegate to the house of delegates, provided the requirements of the chartered affiliate are met. Chartered affiliates may also designate alternate delegates. The national past presidents advisory board shall select three national past presidents to serve as delegates.</p>	<p>B. Each chartered affiliate shall be entitled to elect or appoint a delegate to the house of delegates, <u>delegate assembly for a term commencing August 1 and ending July 31,</u> provided the requirements of the chartered affiliate are met. Chartered affiliates may also designate alternate delegates. The national past presidents advisory board shall select three national past presidents to serve as delegates.</p>	<p>B. Each chartered affiliate shall be entitled to elect or appoint a delegate to the delegate assembly for a term commencing August 1 and ending July 31, provided the requirements of the chartered affiliate are met. Chartered affiliates may also designate alternate delegates. The national past presidents advisory board shall select three national past presidents to serve as delegates.</p>

Conforming amendments: *If the above proposal is adopted, the following will be automatically adopted.*

<i>Article I, Section 1:</i>		
<p><u>Current Language:</u> 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. All members shall be eligible to attend the meetings of the house of delegates as observers.</p>	<p><u>Proposed Changes:</u> 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. All members shall be eligible to attend the meetings of the house of delegates <u>delegate assembly</u> as observers.</p>	<p><u>If Adopted:</u> 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. All members shall be eligible to attend the meetings of the delegate assembly as observers.</p>

Proposal to Amend SNA Bylaws

<i>Article I, Section 1.D.:</i>		
<u>Current Language:</u> Dues – Dues for individual school nutrition members and associate retired members shall be established by a two-thirds vote of the delegates voting in the house of delegates. Dues for associate, school district/organization owned memberships and affiliate members shall be established by the board of directors.	<u>Proposed Changes:</u> Dues – Dues for individual school nutrition members and associate retired members shall be established by a two-thirds vote of the delegates voting in the house of delegates delegate assembly . Dues for associate, school district/organization owned memberships and affiliate members shall be established by the board of directors.	<u>If Adopted:</u> Dues – Dues for individual school nutrition members and associate retired members shall be established by a two-thirds vote of the delegates voting in the delegate assembly. Dues for associate, school district/organization owned memberships and affiliate members shall be established by the board of directors.
<i>Article III, Section 1.B.2:</i>		
<u>Current Language:</u> 2. Preside over the house of delegates;	<u>Proposed Changes:</u> 2. Preside over the delegate assembly house of delegates ;	<u>If Adopted:</u> 2. Preside over the delegate assembly;
<i>Article V, Section 1.C:</i>		
<u>Current Language:</u> Official national membership data as of May 31 shall be used to determine delegate representation for each state affiliate. Only eligible delegates shall be seated on the floor of the house.	<u>Proposed Changes:</u> Official national membership data as of May 31 shall be used to determine delegate representation for each state affiliate. Only eligible delegates shall be seated on the floor of the house delegate assembly .	<u>If Adopted:</u> Official national membership data as of May 31 shall be used to determine delegate representation for each state affiliate. Only eligible delegates shall be seated on the floor of the delegate assembly.
<i>Article V, Section 2A:</i>		
<u>Current Language:</u> The house of delegates shall be a deliberative body that identifies issues, trends and areas of concern for the board of directors. There shall be a meeting of the house held at the annual national conference, called by the president-elect. Delegates shall provide local, state and regional insight and perceptions about child nutrition issues, the profession and SNA through the use of mega discussions, deliberation and debate. The house of delegates may put forward recommendations, resolutions and amendments to the articles of incorporation, bylaws, and standing rules. One-third of the voting delegates shall constitute a quorum.	<u>Proposed Changes:</u> The house of delegates delegate assembly shall be a deliberative body that identifies issues, trends and areas of concern for the board of directors. There shall be a meeting of the house delegate assembly held at the annual national conference, called by the president-elect. Delegates shall provide local, state and regional insight and perceptions about child nutrition issues, the profession and SNA through the use of mega discussions, deliberation and debate. The house of delegates delegate assembly may put forward recommendations, resolutions and amendments to the articles of incorporation, bylaws, and standing rules. One-third of the voting delegates shall constitute a	<u>If Adopted:</u> The delegate assembly shall be a deliberative body that identifies issues, trends and areas of concern for the board of directors. There shall be a meeting of the delegate assembly held at the annual national conference, called by the president-elect. Delegates shall provide local, state and regional insight and perceptions about child nutrition issues, the profession and SNA through the use of mega discussions, deliberation and debate. The delegate assembly may put forward recommendations, resolutions and amendments to the articles of incorporation, bylaws, and standing rules. One-third of the voting delegates shall constitute a quorum.

Proposal to Amend SNA Bylaws

	quorum.	
<i>Article V, Section 2.B.:</i>		
<u>Current Language:</u> The house of delegates shall: <i>(Remainder unchanged.)</i>	<u>Proposed Changes:</u> The house of delegates delegate assembly shall: <i>(Remainder unchanged)</i>	<u>If Adopted:</u> The delegate assembly shall: <i>(Remainder unchanged)</i>
<i>Article V, Section 3.A:</i>		
<u>Current Language:</u> A. Submission -- All proposed resolutions to be considered by the house of delegates at the annual national conference shall be submitted one of the following ways:	<u>Proposed Changes:</u> A. Submission -- All proposed resolutions to be considered by the house of delegates delegate assembly at the annual national conference shall be submitted one of the following ways:	<u>If Adopted:</u> A. Submission -- All proposed resolutions to be considered by the delegate assembly at the annual national conference shall be submitted one of the following ways:
<i>Article V, Section 3.A.3:</i>		
<u>Current Language:</u> Copies of the proposed resolutions shall be mailed to all members of the house of delegates at least thirty days prior to the annual national conference.	<u>Proposed Changes:</u> Copies of the proposed resolutions shall be mailed to all members of the house of delegates delegate assembly at least thirty days prior to the annual national conference.	<u>If Adopted:</u> Copies of the proposed resolutions shall be mailed to all members of the delegate assembly at least thirty days prior to the annual national conference.
<i>Article XI, Section C.2.</i>		
<u>Current Language:</u> C. Amendments to these bylaws shall be adopted by a two thirds vote at the annual meeting of the house. Amendments to standing rules shall be adopted by a majority vote at the annual meeting of the house, provided that: 1. Provided the chair of the resolutions and bylaws committee receives the amendments in writing from a state affiliate or a petition signed by 100 members postmarked on or before April 1 or from the board, association committees, or advisory boards no later than the first day of the national leadership conference. 2. Provided copies of the proposed amendments	<u>Proposed Changes:</u> C. Amendments to these bylaws shall be adopted by a two thirds vote at the annual meeting of the delegate assembly house . Amendments to standing rules shall be adopted by a majority vote at the annual meeting of the delegate assembly house , provided that: 1. Provided the chair of the resolutions and bylaws committee receives the amendments in writing from a state affiliate or a petition signed by 100 members postmarked on or before April 1 or from the board, association committees, or advisory boards no later than the first day of the national leadership conference. 2. Provided copies of the proposed amendments	<u>If Adopted:</u> C. Amendments to these bylaws shall be adopted by a two thirds vote at the annual meeting of the delegate assembly. Amendments to standing rules shall be adopted by a majority vote at the annual meeting of the delegate assembly, provided that: 1. Provided the chair of the resolutions and bylaws committee receives the amendments in writing from a state affiliate or a petition signed by 100 members postmarked on or before April 1 or from the board, association committees, or advisory boards no later than the first day of the national leadership conference. 2. Provided copies of the proposed amendments have been mailed to all members of the delegate

Proposal to Amend SNA Bylaws

<p>have been mailed to all members of the house of delegates at least thirty days prior to the annual national conference.</p>	<p>have been mailed to all members of the house of delegates delegate assembly at least thirty days prior to the annual national conference.</p>	<p>assembly at least thirty days prior to the annual national conference.</p>
<p><u>Proviso:</u> <i>Delegates serving during the 2015 House of Delegates meeting shall continue their terms until a new delegate has been named and reported to the SNA headquarters or September 30, 2015, whichever comes first. Thereafter, all delegate terms shall begin on August 1 and end on July 31.</i></p>		

<p><u>Rationale:</u></p> <ul style="list-style-type: none"> • Changes name of house of delegates to delegates assembly to clarify the purpose of this governance body. Renaming and repurposing this body will help to reenergize it and provide an annual opportunity for state and national leaders to discuss matters of importance to the school nutrition profession.

Proposal to Amend SNA Bylaws

Proposal #	Title	Article	Section	Proposed by
1506	House of Delegates Responsibilities	V	2.A. 2.B.	SNA Board of Directors

<u><i>Current Language:</i></u>	<u><i>Proposed Changes:</i></u>	<u><i>If Adopted:</i></u>
<p>A. The house of delegates shall be a deliberative body that identifies issues, trends and areas of concern for the board of directors. There shall be a meeting of the house held at the annual national conference, called by the president-elect. Delegates shall provide local, state and regional insight and perceptions about child nutrition issues, the profession and SNA through the use of mega discussions, deliberation and debate. The house of delegates may put forward recommendations, resolutions and amendments to the articles of incorporation, bylaws, and standing rules. One-third of the voting delegates shall constitute a quorum.</p> <p>B The house of delegates shall:</p> <ol style="list-style-type: none"> 1. Adopt and amend the bylaws and articles of incorporation. 2. Debate and review issues regarding child nutrition, the profession and organization. 3. Act as a liaison and communicate actions/activities including the strategic plan and the annual plan of action to its state affiliate constituencies. 4. Provide input to the board of directors and strategic planning committee on mission, vision, values and goals. 5. Approve membership dues for school nutrition members and associate retired members. 	<p>A. The house of delegates shall be a deliberative body that identifies issues, trends and areas of concern for the board of directors, <u>and shall respond to requests for input from the president throughout the year on an as-needed basis.</u> There shall be a meeting of the house held at the annual national conference, called by the president-elect. Delegates shall provide local, state and regional insight and perceptions about child nutrition issues, the profession and SNA through the use of mega discussions, deliberation and debate. The house of delegates may put forward recommendations, resolutions and amendments to the articles of incorporation, bylaws, and standing rules. One-third of the voting delegates shall constitute a quorum.</p> <p>B The house of delegates shall:</p> <ol style="list-style-type: none"> 1. Adopt and amend the bylaws and articles of incorporation. 2. Debate and review <u>issues resolutions and position statements</u> regarding child nutrition, the profession and organization. 3. Act as a liaison and communicate actions/activities including the strategic plan and the annual plan of action to its state affiliate constituencies. 4. Provide input to the board of directors and strategic planning committee on mission, vision, values and goals. 5. Approve membership dues for school nutrition members and associate retired members. 	<p>A. The house of delegates shall be a deliberative body that identifies issues, trends and areas of concern for the board of directors, and shall respond to requests for input from the president throughout the year on an as-needed basis. There shall be a meeting of the house held at the annual national conference, called by the president-elect. Delegates shall provide local, state and regional insight and perceptions about child nutrition issues, the profession and SNA through the use of mega discussions, deliberation and debate. The house of delegates may put forward recommendations, resolutions and amendments to the articles of incorporation, bylaws, and standing rules. One-third of the voting delegates shall constitute a quorum.</p> <p>B The house of delegates shall:</p> <ol style="list-style-type: none"> 1. Adopt and amend the bylaws and articles of incorporation. 2. Debate and review resolutions and position statements regarding child nutrition, the profession and organization. 3. Act as a liaison and communicate actions/activities including the strategic plan and the annual plan of action to its state affiliate constituencies. 4. Provide input to the board of directors and strategic planning committee on mission, vision, values and goals. 5. Approve membership dues for school nutrition members and associate retired members.

Proposal to Amend SNA Bylaws

<p><u>Section 3. Resolutions</u></p> <p>A. Submission -- All proposed resolutions to be considered by the house of delegates at the annual national conference shall be submitted one of the following ways:</p> <ol style="list-style-type: none"> 1. Submitted to the chair of the resolutions and bylaws committee in writing postmarked no later than May 1; or 2. Upon consent of a majority of the delegates a written resolution may be submitted from the floor of the house. 3. Copies of the proposed resolutions shall be mailed to all members of the house of delegates at least thirty days prior to the annual national conference. <p>B. Adoption – resolutions shall be adopted by a majority vote at the annual meeting of the house. Resolutions that are in conflict with these bylaws shall not be presented to the house.</p>	<p><u>Section 3. Resolutions and Position Statements</u></p> <p>A. Submission <u>Resolutions</u> -- All proposed resolutions to be considered by the house of delegates at the annual national conference shall be submitted <u>to the chair of the resolutions and bylaws committee in writing postmarked no later than May 1.</u> one of the following ways: <u>A written resolution may also be submitted from the floor of the delegate assembly by a two-thirds vote.</u></p> <p><u>B. Position Statements – Position statements and background papers to be considered by the house of delegates must be submitted</u></p> <ol style="list-style-type: none"> 1. Submitted to the chair of the resolutions and bylaws committee in writing postmarked no later than May 1; or 2. Upon consent of a majority of the delegates a written resolution may be submitted from the floor of the house. 3. <p><u>C. Copies of the proposed resolutions, background papers and position statements</u> shall be mailed to all members of the house of delegates at least thirty days prior to the annual national conference.</p> <p>B. Adoption – resolutions shall be adopted by a majority vote at the annual meeting of the house. Resolutions that are in conflict with these bylaws shall not be presented to the house.</p>	<p><u>Section 3. Resolutions and Position Statements</u></p> <p>A. Resolutions -- Resolutions to be considered by the house of delegates at the annual national conference shall be submitted to the chair of the resolutions and bylaws committee in writing postmarked no later than May 1. A written resolution may also be submitted from the floor of the delegate assembly by a two-thirds vote.</p> <p>B. Position Statements – Position statements and background papers to be considered by the house of delegates must be submitted to the chair of the resolutions and bylaws committee in writing postmarked no later than May 1.</p> <p>C. Copies of the proposed resolutions, background papers and position statements shall be mailed to all members of the house of delegates at least thirty days prior to the annual national conference.</p>
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<p><u>Rationale:</u></p> <ul style="list-style-type: none"> • Enhances the role of this important governance body by providing an annual forum for state and national leaders to discuss matters of importance to the school nutrition profession.

Proposal to Amend SNA Bylaws

Proposal #	Title	Article	Section	Proposed by
1507	Dues	I	1.D.	SNA Board of Directors

<p><u>Current Language:</u> Dues – Dues for individual school nutrition members and associate retired members shall be established by a two-thirds vote of the delegates voting in the house of delegates. Dues for associate, school district/organization owned memberships and affiliate members shall be established by the board of directors.</p>	<p><u>Proposed Changes:</u> Dues – Dues for individual school nutrition members and associate retired members shall be established biennially by the board of directors in even-numbered years. Dues may not be increased in a two year period by more than 10%, rounded to the next dollar amount. a two-thirds vote of the delegates voting in the house of delegates. Dues for associate, school district/organization owned memberships and affiliate members shall be established by the board of directors.</p>	<p><u>If Adopted:</u> Dues – Dues shall be established biennially by the board of directors in even-numbered years. Dues may not be increased in a two year period by more than 10%, rounded to the next dollar amount.</p>
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Conforming amendments: *If the above proposal is adopted, the following will be automatically adopted.*

<p><u>Current Language:</u> <i>Article I, Section 1.B.</i> Dues for affiliate members shall be established by the board of directors.</p>	<p><u>Proposed Changes:</u> <i>Article I, Section 1.B.</i> Dues for affiliate members shall be established by the board of directors.</p>	<p><u>If Adopted:</u> (none)</p>
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<p><u>Current Language:</u> <i>Article V, Section 2.B.5: (House of Delegates)</i> 5. Approve membership dues for school nutrition members and associate retired members.</p>	<p><u>Proposed Changes:</u> <i>Article V, Section 2.B.5: (House of Delegates)</i> 5. Approve membership dues for school nutrition members and associate retired members.</p>	<p><u>If Adopted:</u> (none)</p>
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<p><u>Rationale:</u></p> <ul style="list-style-type: none"> • Aligns the dues authority with the board of directors fiduciary obligation for SNA's business and financial affairs. • Defines the board's parameters in setting dues. In addition, establishes a biennial schedule for dues increases which will help state associations in their financial planning, and sets a limit on how much the board can increase the dues.

Proposal to Amend SNA Bylaws

Proposal #	Title	Article	Section	Proposed by
1508	Amendments	XI	ALL	SNA Board of Directors

<p><u>Current Language:</u></p> <p>A. Submission -- amendments to these bylaws and the SNA standing rules shall be proposed in writing no later than April 1 by:</p> <ol style="list-style-type: none"> 1. An official request of a state affiliate. 2. Written petition signed by 100 members. <p>B. Amendments to these bylaws and the SNA standing rules shall also be proposed in writing no later than the first day of the national Leadership conference by:</p> <ol style="list-style-type: none"> 1. Majority vote of the board. 2. An official request of association committees or advisory boards. <p>C. Amendments to these bylaws shall be adopted by a two thirds vote at the annual meeting of the house. Amendments to standing rules shall be adopted by a majority vote at the annual meeting of the house, provided that:</p> <ol style="list-style-type: none"> 1. The chair of the resolutions and bylaws committee receives the amendments in writing from a state affiliate or a petition signed by 100 members postmarked on or before April 1 or from the board, association committees, or advisory boards no later than the first day of the national leadership conference; and 2. Copies of the proposed amendments have been mailed to all members of the house of delegates at least thirty days prior to the annual national conference. 	<p><u>Proposed Changes:</u></p> <p>A. Submission -- amendments to these bylaws and the SNA standing rules shall be proposed in writing no later than April March 1 by</p> <ol style="list-style-type: none"> 1. A an official request of a state affiliate <u>or a</u> 2. Written petition signed by 100 members; <u>or by April 1 from an association committee, advisory board or the board of directors.</u> <p>B. Amendments to these bylaws and the SNA standing rules shall also be proposed in writing no later than the first day of the national Leadership conference by:</p> <ol style="list-style-type: none"> 1. Majority vote of the board. 2. An official request of association committees or advisory boards. <p><u>Bylaws may only be amended in even numbered years unless proposed by a two-thirds vote of the board of directors.</u></p> <p>C. Amendments to these bylaws shall be adopted by a two thirds vote at the annual meeting of the house. Amendments to standing rules shall be adopted by a majority vote at the annual meeting of the house, provided that:</p> <ol style="list-style-type: none"> 1. The chair of the resolutions and bylaws committee receives the amendments in writing from a state affiliate or a petition signed by 100 members postmarked on or before April 1 or from the board, association committees, or advisory boards no later than the first day of the national leadership conference; and 2. Copies of the proposed amendments have been mailed to all members of the house of delegates at least thirty days prior to the annual national conference. 	<p><u>If Adopted:</u></p> <p>A. Submission -- amendments to these bylaws shall be proposed in writing no later than March 1 by an official request of a state affiliate or a written petition signed by 100 members, or by April 1 from an association committee, advisory board, or the board of directors.</p> <p>B. Bylaws may only be amended in even numbered years unless proposed by a two-thirds vote of the board of directors.</p> <p>C. Amendments to these bylaws shall be adopted by a two thirds vote at the annual meeting of the house, provided that copies of the proposed amendments have been mailed to all members of the house of delegates at least thirty days prior to the annual national conference.</p>
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Proposal to Amend SNA Bylaws

Rationale:

- Moves up the date by one month from April to March, that proposed bylaws amendments must be received from state affiliates and members submitting petitions.
- Establishes that proposed bylaws may only be amended in even numbered years unless proposed by a two-thirds vote of the Board of Directors so that the association is more judicious in the frequency with which it updates the governing structure. In addition, this will enable the delegate assembly to be reformatted to provide a forum for delegates and other invited participants to discuss matters of importance to the school nutrition profession.

Proposal to Amend SNA Bylaws

Proposal #	Title	Article	Section	Proposed by
1509	Miscellaneous			SNA Board of Directors

<p><u>Current Language:</u> Article VIII. Certification And Credentialing Governing Council There shall be a certification and credentialing governing council, which shall be autonomous and shall develop eligibility standards, rules for the development, administration, and scoring of the assessment instruments and operation processes for the certification and credentialing programs. The certification and credentialing governing council shall not be responsible for accreditation of individual education or training programs or courses of study.</p>	<p><u>Proposed Changes:</u> Article VIII. Certification <u>Certificate</u> And Credentialing Governing Council There shall be a certification <u>certificate</u> and credentialing governing council, which shall be autonomous and shall develop eligibility standards, rules for the development, administration, and scoring of the assessment instruments and operation processes for the certification <u>certificate</u> and credentialing programs. The certification <u>certificate</u> and credentialing governing council shall not be responsible for accreditation of individual education or training programs or courses of study.</p>	<p><u>If Adopted:</u> Article VIII. <u>Certificate</u> And Credentialing Governing Council There shall be a certificate and credentialing governing council, which shall be autonomous and shall develop eligibility standards, rules for the development, administration, and scoring of the assessment instruments and operation processes for the certificate and credentialing programs. The certificate and credentialing governing council shall not be responsible for accreditation of individual education or training programs or courses of study.</p>
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Conforming amendments: *If the above proposal is adopted, the following will be automatically adopted.*

<i>Article III, Section 2.A.2. (Eligibility)</i>		
<p><u>Current Language:</u> <u>Section 2. Eligibility</u> A. All school nutrition member candidates for election as an officer must: 1. Be a member in good standing; 2. Be SNA certified or credentialed, except for the state agency representative; 3. Have demonstrated leadership ability by serving on the executive board or board of directors of a chartered affiliate or by serving on a national committee; 4. Be regularly employed in an eligible field but may not be employed as a district director, supervisor, regional manager or corporate officer of a for-profit organization; and 5. Maintain membership at the time of nomination and election. If a change in professional status occurs, an officer may complete the term of</p>	<p><u>Proposed Changes:</u> <u>Section 2. Eligibility</u> A. All school nutrition member candidates for election as an officer must: 1. Be a member in good standing; 2. <u>Have an SNA certificate or be SNA credentialed;</u> Be SNA certified or credentialed, except for the state agency representative; 3. Have demonstrated leadership ability by serving on the executive board or board of directors of a chartered affiliate or by serving on a national committee; 4. Be regularly employed in an eligible field but may not be employed as a district director, supervisor, regional manager or corporate officer of a for-profit organization; and 5. Maintain membership at the time of nomination and election. If a change in professional status</p>	<p><u>If Adopted:</u> <u>Section 2. Eligibility</u> A. All school nutrition member candidates for election as an officer must: 1. Be a member in good standing; 2. Have an SNA certificate or be SNA credentialed; 3. Have demonstrated leadership ability by serving on the executive board or board of directors of a chartered affiliate or by serving on a national committee; 4. Be regularly employed in an eligible field but may not be employed as a district director, supervisor, regional manager or corporate officer of a for-profit organization; and 5. Maintain membership at the time of nomination and election. If a change in professional status occurs, an officer may complete the term of office provided one year of the term has been</p>

Proposal to Amend SNA Bylaws

<p>office provided one year of the term has been completed.</p>	<p>occurs, an officer may complete the term of office provided one year of the term has been completed.</p>	<p>completed.</p>
<p><i>Article IV, Section 4.A.2:</i> <u>Current Language:</u> <u>Section 4. Eligibility</u></p> <p>A. All school nutrition member candidates for election as a director must:</p> <ol style="list-style-type: none"> 1. Be a member in good standing; 2. Be SNA certified or credentialed, except for the state agency representative; 3. Have demonstrated leadership ability by serving on the executive board or board of directors of a chartered affiliate or by serving on a national committee; 4. Be regularly employed in an eligible field but may not be employed as a district director, supervisor, regional manager or corporate officer of a for-profit organization; and 5. Maintain membership at the time of nomination and election. If a change in professional status occurs, a director may complete the term of office provided one year of the term has been completed. 	<p><i>Article IV, Section 4.A.2:</i> <u>Proposed Changes:</u> <u>Section 4. Eligibility</u></p> <p>A. All school nutrition member candidates for election as a director must:</p> <ol style="list-style-type: none"> 1. Be a member in good standing; 2. Have an SNA certificate or be SNA credentialed; Be SNA certified or credentialed, except for the state agency representative; 3. Have demonstrated leadership ability by serving on the executive board or board of directors of a chartered affiliate or by serving on a national committee; 4. Be regularly employed in an eligible field but may not be employed as a district director, supervisor, regional manager or corporate officer of a for-profit organization; and 5. Maintain membership at the time of nomination and election. If a change in professional status occurs, a director may complete the term of office provided one year of the term has been completed. 	<p><i>Article IV, Section 4.A.2:</i> <u>If Adopted:</u> <u>Section 4. Eligibility</u></p> <p>A. All school nutrition member candidates for election as a director must:</p> <ol style="list-style-type: none"> 1. Be a member in good standing; 2. Have an SNA certificate or be SNA credentialed; 3. Have demonstrated leadership ability by serving on the executive board or board of directors of a chartered affiliate or by serving on a national committee; 4. Be regularly employed in an eligible field but may not be employed as a district director, supervisor, regional manager or corporate officer of a for-profit organization; and 5. Maintain membership at the time of nomination and election. If a change in professional status occurs, a director may complete the term of office provided one year of the term has been completed.
<p><i>Article VII, Section 1.B:</i> <u>Current Language:</u></p> <p>B. Standing committee members shall serve three-year staggered terms. Only school nutrition members may serve as chair of a standing committee. School nutrition members, associate retired members and industry members are eligible for appointment to standing committees. Only school nutrition members are required to be SNA certified or credentialed; state agency representatives are exempt.</p>	<p><i>Article VII, Section 1.B:</i> <u>Proposed Changes:</u></p> <p>B. Standing committee members shall serve three-year staggered terms. Only school nutrition members may serve as chair of a standing committee. School nutrition members, associate retired members and industry members are eligible for appointment to standing committees. Only school nutrition members are required to have an SNA certificate or be SNA credentialed; be SNA certified or credentialed; state agency representatives are exempt.</p>	<p><i>Article VII, Section 1.B:</i> <u>If Adopted:</u></p> <p>B. Standing committee members shall serve three-year staggered terms. Only school nutrition members may serve as chair of a standing committee. School nutrition members, associate retired members and industry members are eligible for appointment to standing committees. Only school nutrition members are required to have an SNA certificate or be SNA credentialed; state agency representatives are exempt.</p>

Proposal to Amend SNA Bylaws

<p><i>Article VII, Section C.3.2:</i> <u>Current Language:</u></p> <p>C. Elected members of the nominating committee shall:</p> <ol style="list-style-type: none"> 1. Be a member in good standing; 2. Be SNA certified or SNS credentialed, except for a state agency representative; 3. Have demonstrated leadership ability by serving on the board of directors of SNA or by serving on a national committee; 4. Be regularly employed in an eligible field but may not be employed as a district director, supervisor, regional manager or corporate officer of a for-profit organization; and 5. 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. 	<p><i>Article VII, Section C.3.2:</i> <u>Proposed Changes:</u></p> <p>C. Elected members of the nominating committee shall:</p> <ol style="list-style-type: none"> 1. Be a member in good standing; 2. <u>Have an SNA certificate or be SNA credentialed.</u> Be SNA certified or SNS credentialed, except for a state agency representative; 3. Have demonstrated leadership ability by serving on the board of directors of SNA or by serving on a national committee; 4. Be regularly employed in an eligible field but may not be employed as a district director, supervisor, regional manager or corporate officer of a for-profit organization; and 5. 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. 	<p><i>Article VII, Section C.3.2:</i> <u>Proposed Changes:</u></p> <p>C. Elected members of the nominating committee shall:</p> <ol style="list-style-type: none"> 1. Be a member in good standing; 2. Have an SNA certificate or be SNA credentialed, except for a state agency representative; 3. Have demonstrated leadership ability by serving on the board of directors of SNA or by serving on a national committee; 4. Be regularly employed in an eligible field but may not be employed as a district director, supervisor, regional manager or corporate officer of a for-profit organization; and 5. 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.
<p><i>Article VII, Section 5.B:</i> <u>Current Language:</u></p> <p>B. The industry advisory board shall consist of the industry members from the education, member services, nutrition, research, and resolutions and bylaws committees and up to nine additional industry members of the association. Such members need not be SNA certified or credentialed. The industry representative on the board shall serve as chair of the industry advisory board.</p>	<p><i>Article VII, Section 5.B:</i> <u>Proposed Changes:</u></p> <p>B. The industry advisory board shall consist of the industry members from the education, member services, nutrition, research, and resolutions and bylaws committees and up to nine additional industry members of the association. Such members need not <u>have an SNA certificate or be SNA credentialed.</u> be SNA certified or credentialed. The industry representative on the board shall serve as chair of the industry advisory board.</p>	<p><i>Article VII, Section 5.B:</i> <u>Proposed Changes:</u></p> <p>B. The industry advisory board shall consist of the industry members from the education, member services, nutrition, research, and resolutions and bylaws committees and up to nine additional industry members of the association. Such members need not have an SNA certificate or be SNA credentialed. The industry representative on the board shall serve as chair of the industry advisory board.</p>

Rationale:

- Changes language regarding SNA certificate program to reflect name change from certification program to certificate program.

Proposal to Amend SNA Bylaws

<i>Article III, Section 3 (Election of officers)</i>		
<p><u>Current Language:</u></p> <p><u>Section 3. Election and Term of Office</u> Officers shall be elected by the membership in conjunction with the election of the board of directors. The term of office for the president, president-elect, and vice president shall be for one year, beginning and ending upon installation at the annual national conference. The term of office for the secretary/treasurer and all directors shall be for two years, beginning and ending upon installation at the annual national conference. If no annual national conference is held, the board shall choose a date that approximates the date of that event. An officer may not serve more than one term in each office. Time spent filling a vacancy shall not be counted as a term.</p>	<p><u>Proposed Changes:</u></p> <p><u>Section 3. Election and Term of Office</u> A. Officers shall be elected by the membership in conjunction with the election of the board of directors. <u>Write-in votes shall not be counted.</u> B. The term of office for the president, president-elect, and vice president shall be for one year, beginning and ending upon installation at the annual national conference. The <u>secretary/treasurer shall be elected in even-numbered years to serve a two-year term.</u> term of office for the secretary/treasurer and all directors shall be for two years, beginning and ending upon installation at the annual national conference. If no annual national conference is held, the board shall choose a date that approximates the date of that event. C. An officer may not serve more than one term in each office. Time spent filling a vacancy shall not be counted as a term.</p>	<p><u>If Adopted:</u></p> <p><u>Section 3. Election and Term of Office</u> A. Officers shall be elected by the membership in conjunction with the election of the board of directors. Write-in votes shall not be counted. B. The term of office for the president, president-elect, and vice president shall be for one year, beginning and ending upon installation at the annual national conference. The secretary/treasurer shall be elected in even-numbered years to serve a two-year term, beginning and ending upon installation at the annual national conference. If no annual national conference is held, the board shall choose a date that approximates the date of that event. C. An officer may not serve more than one term in each office. Time spent filling a vacancy shall not be counted as a term.</p>
<p><u>Rationale:</u></p> <ul style="list-style-type: none"> • Add language regarding the SNA election to establish that write-in votes are not counted. • Revises language regarding election of secretary/treasurer so that it is consistent based on proposed new election schedule. 		

Proposal to Amend SNA Bylaws

<i>Article X, Parliamentary Authority</i>		
<p><u>Current Language:</u></p> <p>The most recent edition of Robert's Rules of Order governs this association in all parliamentary situations that are not otherwise provided for in the law, the articles of incorporation, bylaws or adopted rules.</p>	<p><u>Proposed Changes:</u></p> <p>The most recent edition of Robert's Rules of Order governs this association in all parliamentary situations that are not otherwise provided for in the law, the articles of incorporation, bylaws or adopted rules.</p> <p><u>The eleventh (11th) edition of <i>Robert's Rules of Order Newly Revised</i> shall govern this association in all cases to which they are applicable and in which they are not inconsistent with these bylaws and any special rules the association may adopt.</u></p>	<p><u>If Adopted:</u></p> <p>The eleventh (11th) edition of <i>Robert's Rules of Order Newly Revised</i> shall govern this association in all cases to which they are applicable and in which they are not inconsistent with these bylaws and any special rules the association may adopt.</p>
<p><u>Rationale:</u></p> <ul style="list-style-type: none">• Clarifies the edition of <i>Robert's Rules of Order</i> that is used in governance of the association.		

SNA Board of Directors Transition Provisos

	<u>Term Start 2015</u>	<u>Term start 2016</u>	<u>Term Start 2017</u>	<u>Term Start 2018</u>	<u>Term Start 2019</u>	<u>Term Start 2020</u>	<u>Term Start 2021</u>
President	Jean Ronnei	Becky Domokos-Bays	Lynn Harvey	2016 VP Nominee	2018 PE Nominee	2019 PE Nominee	2020 PE Nominee
President-elect	Becky Domokos-Bays	Lynn Harvey	2016 VP Nominee	2018 PE Nominee	2019 PE Nominee	2020 PE Nominee	2021 PE Nominee
Vice President	Lynn Harvey	2016 VP Nominee	XXXXXXXXXXXXXXXXXX	XXXXXXXXXXXXXXXXXX	XXXXXXXXXXXXXXXXXX	XXXXXXXXXXXXXXXXXX	XXXXXXXXXXXXXXXXXX
Secretary/Treas	<i>Linda Eichenberger</i>	2016 ST Nominee	2016 ST Nominee	2018 ST Nominee	2018 ST Nominee	2020 ST Nominee	2020 ST Nominee
		Year A	Year B	Year C	Year A	Year B	Year C
NE Regional	Debbie Beauvais	2016 NE Regional	2016 NE Regional	2016 NE Regional	2019 NE Regional	2019 NE Regional	2019 NE Regional
NW Regional	Debbi Kallio	2016 NW Regional	2016 NW Regional	2016 NW Regional	2019 NW Regional	2019 NW Regional	2019 NW Regional
SW Regional	Kevin Ponce	Kevin Ponce	2017 SW Regional	2017 SW Regional	2017 SW Regional	2020 SW Regional	2020 SW Regional
SN Emp/Mgr	Roxi Knops	2016 SN Emp/Mgr	2016 SN Emp/Mgr	2016 SN Emp/Mgr	2019 SN Emp/Mgr	2019 SN Emp/Mgr	2019 SN Emp/Mgr
State Agency	Donna Parsons	2016 AL Director 3	2017 AL Director 3	2017 AL Director 3	2017 AL Director 3	2020 AL Director 3	2020 AL Director 3
Mbr Svce Chair	Renee Hanks	2016 AL Director 1	2016 AL Director 1	2016 AL Director 1	2019 AL Director 1	2019 AL Director 1	2019 AL Director 1
Nutrition Chair	Carol Weekly	2016 AL Director 2	2016 AL Director 2	2018 AL Director 2	2018 AL Director 2	2018 AL Director 2	2021 AL Director 2
ME Regional	Jessica Shelly	Jessica Shelly	2017 ME Regional	2017 ME Regional	2017 ME Regional	2020 ME Regional	2020 ME Regional
MW Regional	Lori Danella	Lori Danella	2017 MW Regional	2017 MW Regional	2017 MW Regional	2020 MW Regional	2020 MW Regional
SE Regional	Reginald Ross	Reginald Ross	Reginald Ross	2018 SE Regional	2018 SE Regional	2018 SE Regional	2021 SE Regional
West Regional	Angela Haney	Angela Haney	Anglea Haney	2018 West Regional	2018 West Regional	2018 West Regional	2021 West Regional
Education Chair	Kathy Burrill	Kathy Burrill	XXXXXXXXXXXXXXXXXX	XXXXXXXXXXXXXXXXXX	XXXXXXXXXXXXXXXXXX	XXXXXXXXXXXXXXXXXX	XXXXXXXXXXXXXXXXXX
PP&L Chair	Doug Davis	Doug Davis	XXXXXXXXXXXXXXXXXX	XXXXXXXXXXXXXXXXXX	XXXXXXXXXXXXXXXXXX	XXXXXXXXXXXXXXXXXX	XXXXXXXXXXXXXXXXXX
Research Chair	Beth Egan	Beth Egan	XXXXXXXXXXXXXXXXXX	XXXXXXXXXXXXXXXXXX	XXXXXXXXXXXXXXXXXX	XXXXXXXXXXXXXXXXXX	XXXXXXXXXXXXXXXXXX
Industry Rep	Gary Vonck	Gary Vonck	XXXXXXXXXXXXXXXXXX	XXXXXXXXXXXXXXXXXX	XXXXXXXXXXXXXXXXXX	XXXXXXXXXXXXXXXXXX	XXXXXXXXXXXXXXXXXX

This amendment shall take effect according to the following schedule:

1. The board of directors may invite the School Nutrition Foundation Chair or other SNF director elected by the foundation board to serve as a director starting with the term beginning at the close of the Annual National Conference in 2015.
2. The current Southwest Regional Director will serve an additional year in 2016-17, and thereafter directors elected for those positions shall serve a three year term.
3. Incoming SE and West Regional Directors that will be installed at 2015 ANC will be asked to serve a three year term to move this position to the Year B Election Cycle.
4. Candidates elected for terms beginning at the close of the Annual National Conference in 2016 shall serve the full terms to which they were elected, except that:
 - a. The NE Regional Director, the NW Regional Director, and the School Nutrition Employee/Manager Section Chair shall serve a three year term.
 - b. The State Agency Representative, Member Services, and Nutrition Chairs shall no longer be positions on the board of directors after ANC 2016.
 - c. There shall be three at large directors elected. The candidate with the highest number of votes shall serve a three year term, the candidate with the second highest number of votes shall serve a two year term, and the candidate with the third highest number of votes shall serve a one year term.
5. For terms beginning at the close of the Annual National Conference in 2017:
 - a. The Mideast Regional Director and the Midwest Regional Director shall be elected for three year terms.
 - b. The Education Chair, Public Policy and Legislation Chair, Research Chair, and Industry Representative shall no longer be positions on the board of directors after ANC 2017.