

Proposed New SNA Governance Structure

National Leadership Conference
April 24, 2015



How We Got Here



1997



Route to Change



New Strategic Plan

Infrastructure Goal

SNA will have a financially sustainable funding model with a nimble governance structure and headquarters staff organization that is aligned with the strategic plan and reflects contemporary association business practices



Infrastructure Strategies

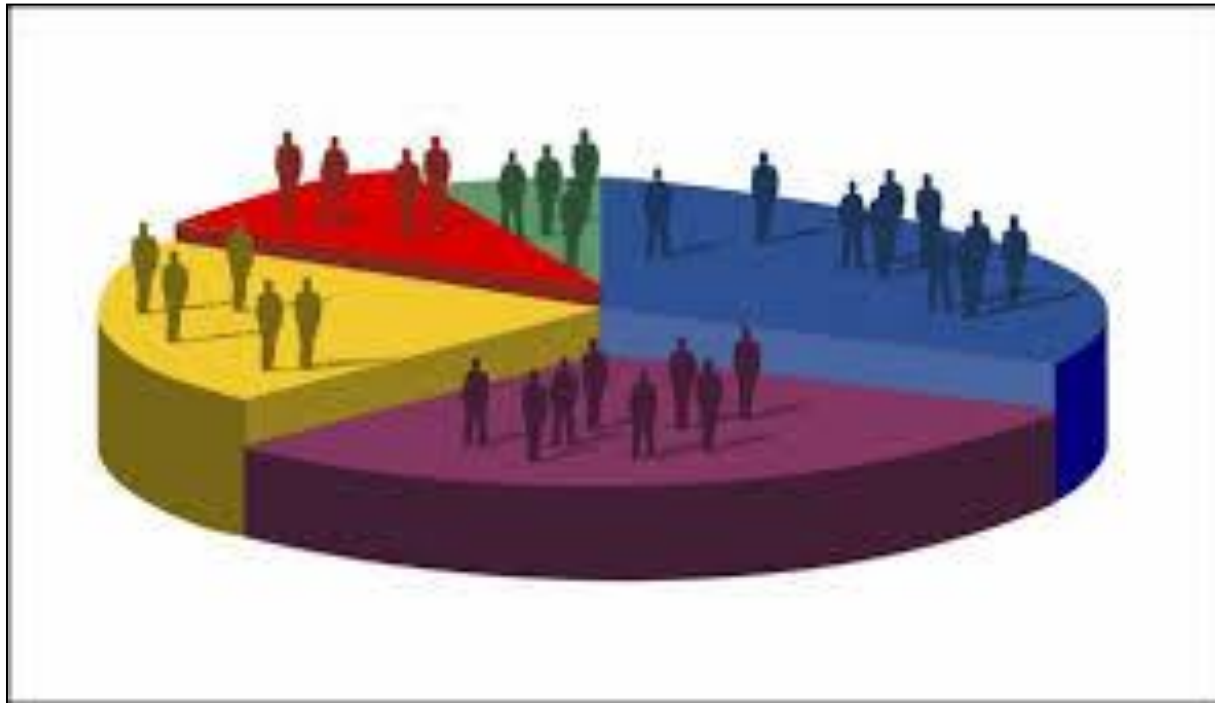
1. Evaluate and determine the use of committees and task forces
2. Refine the role of the House of Delegates in order to focus on the issues of school nutrition programs
3. Reconfigure the SNA Board
4. Evaluate criteria for executive leadership roles
5. Reduce time commitment of volunteers to maximize interest in SNA national leadership opportunities
6. Evaluate and propose a process for identifying, recruiting and developing SNA leaders
7. Review composition and role of nominating committee



Why Governance? Why Now?



Changing Demographics & Availability of Volunteers



School Districts Increasingly Restrict Travel & Professional Development Days



Need to Reduce Time Commitment for Board Members

	2013-14 # Volunteer Days	2012-13 # Volunteer Days
President	97 days	102 days
Other Officers	Pres-elect - 72; VP - 54	Pres-elect - 72; VP - 55
	Sec/Treas - 27	Sec/Treas - 24
Committee Chairs	18 – 48 days	18 – 35 days
Regional Directors	25 – 41 days	20 – 37 days
Member Section Reps	21 – 40 days	21 – 40 days



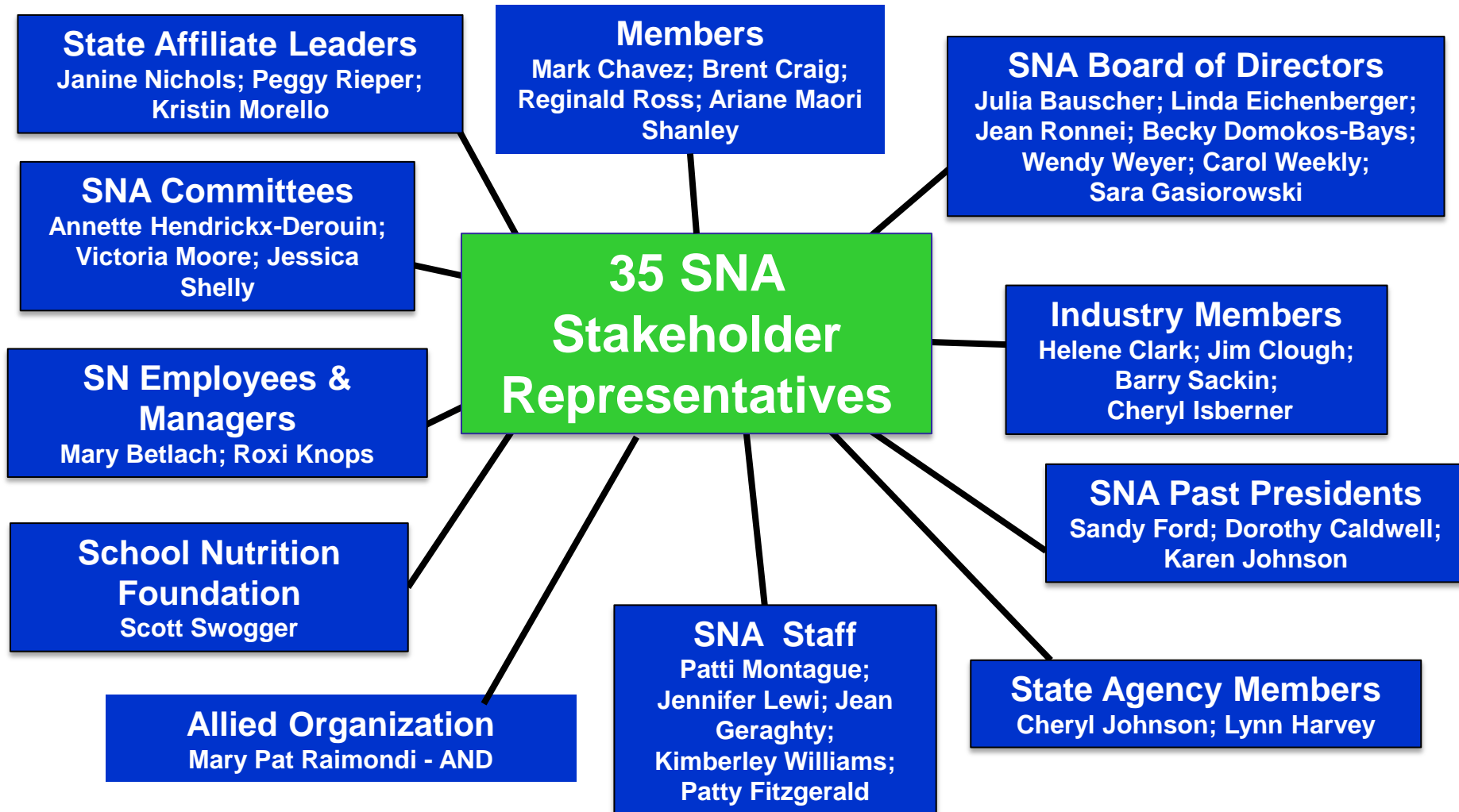
Need to Make SNA Volunteer Opportunities More Accessible

	2014	2013
Total members recommended & vetted	95	139
# Eligible for Nominated Positions	38	46
Ineligible or Declined	57	93



Governance Modeling Summit

January 9-10, 2015 in Phoenix , AZ



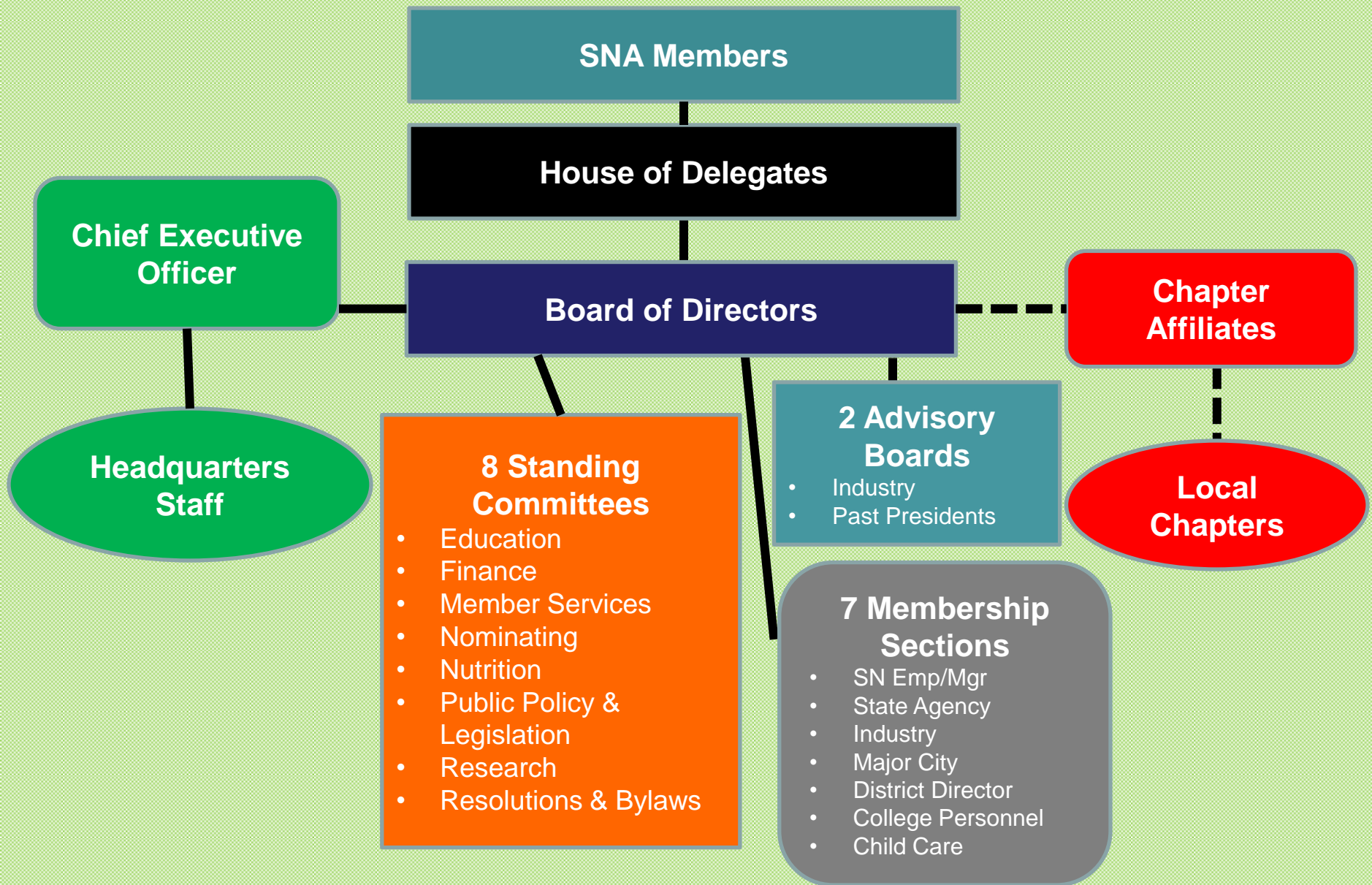
New SNA Governance Model...

✓ Should Be...

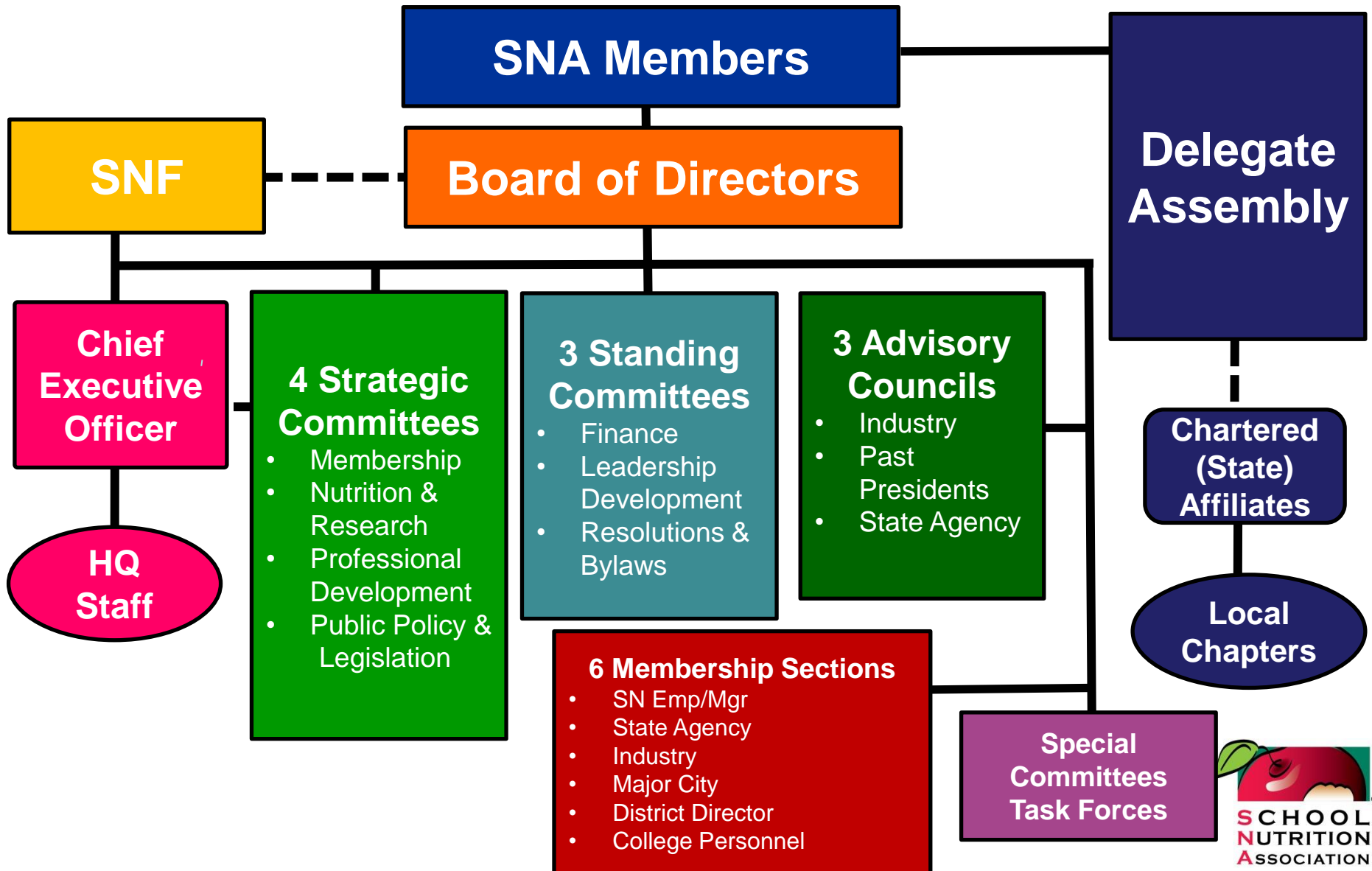
- Inclusive
- Transparent
- Knowledge based
- Proactive
- Flexible
- Strategic
- Collaborative



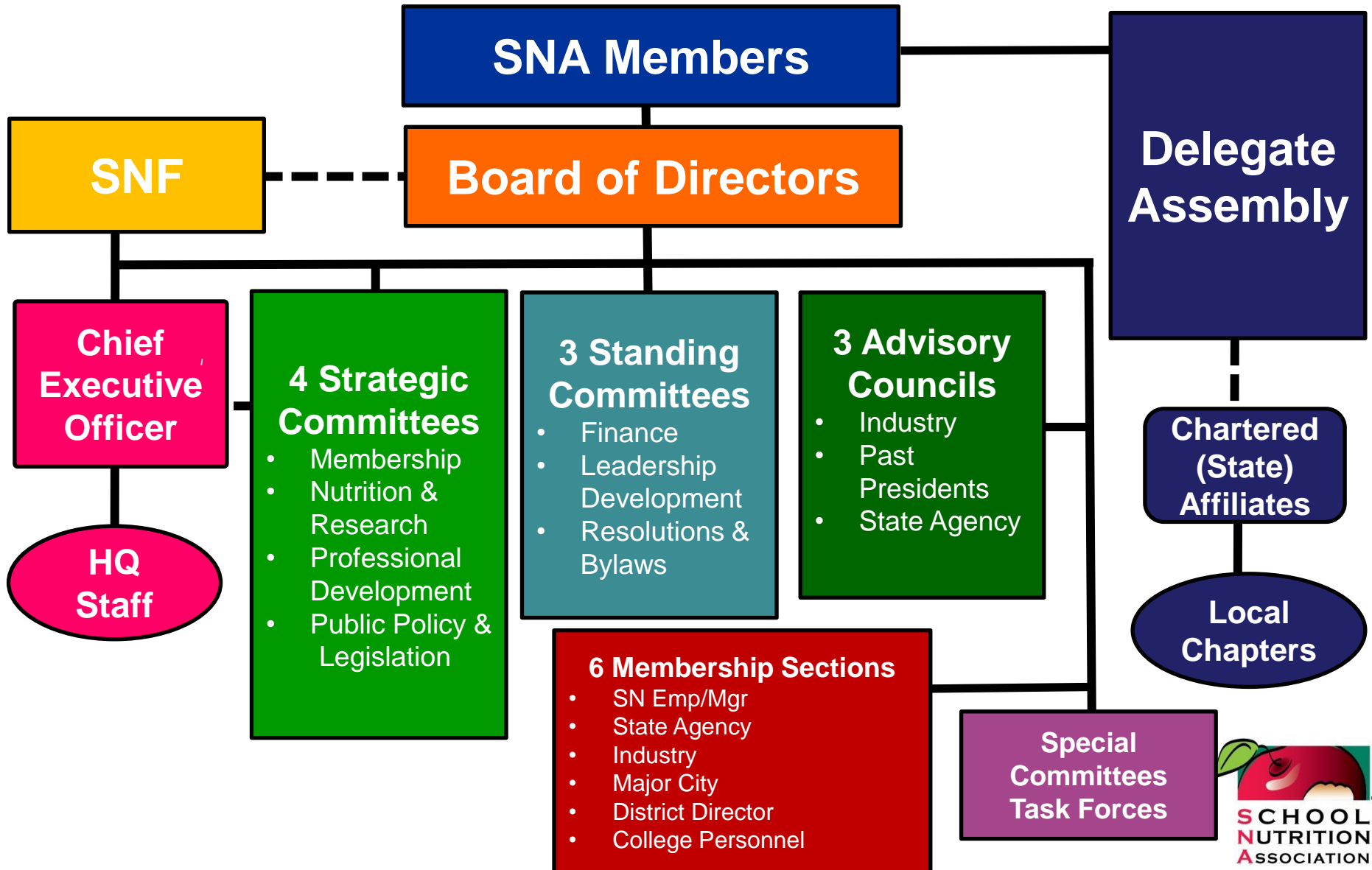
Current SNA Governance Model



Proposed Governance Model



Proposed Model



Board of Directors

Current: 20 Members

- President (C)
- President-elect
- Vice President
- Secretary/Treasurer
- 7 Regional Directors
- Education Chair
- Member Services Chair
- Nutrition Chair
- Public Policy Leg Chair
- Research Chair
- Emp/Manager Rep
- State Agency Rep
- Industry Rep
- CEO (non-voting)

Proposed: 16 Members

- President (C)
- President-elect
- Secretary/Treasurer
- 7 Regional Directors
- SN Employee/Manager
- 3 At Large Directors
- SNF Chair/Rep (Ex-officio non-voting)
- CEO (Ex-officio non-voting)

Terms

- **Pres & Pres-elect = 1 year**
- **Sec/Treas = 2 years**
- **Directors = From 2 years to 3 years**



Examples of Recruitment Diversity Factors

- Generation
- Geography
- Setting (small, medium or large district)
- Race/Ethnicity
- Member Section
- Community Connection



Executive Committee Within the Board

Current: 7 Members

- President (C)
- President-elect
- Vice President
- Secretary/Treasurer
- Chair of Reg Directors
- Chair of Committees
- CEO (non-voting)

Proposed: 6 Members

- President (C)
- President-elect
- Secretary/Treasurer
- 2 Directors
- CEO (non-voting)

Exec Committee Terms - 1 year

**Directors (2nd & 3rd year)
nominated by other BOD
members or self nominated for
election by the board**



What Has Changed?

Board Composition:

- Reduces BOD from 20 to 16 members
- Vice President position eliminated
- State Agency & Industry now represented on Advisory Councils
- Eligible members can vote for 3 At Large Directors with no restrictions on membership section
- Adds SNF Board Chair/Rep as an ex-officio non-voting member
- Directors serve 3 years vs. 2 in order to increase BOD experience and continuity (have staggered terms)



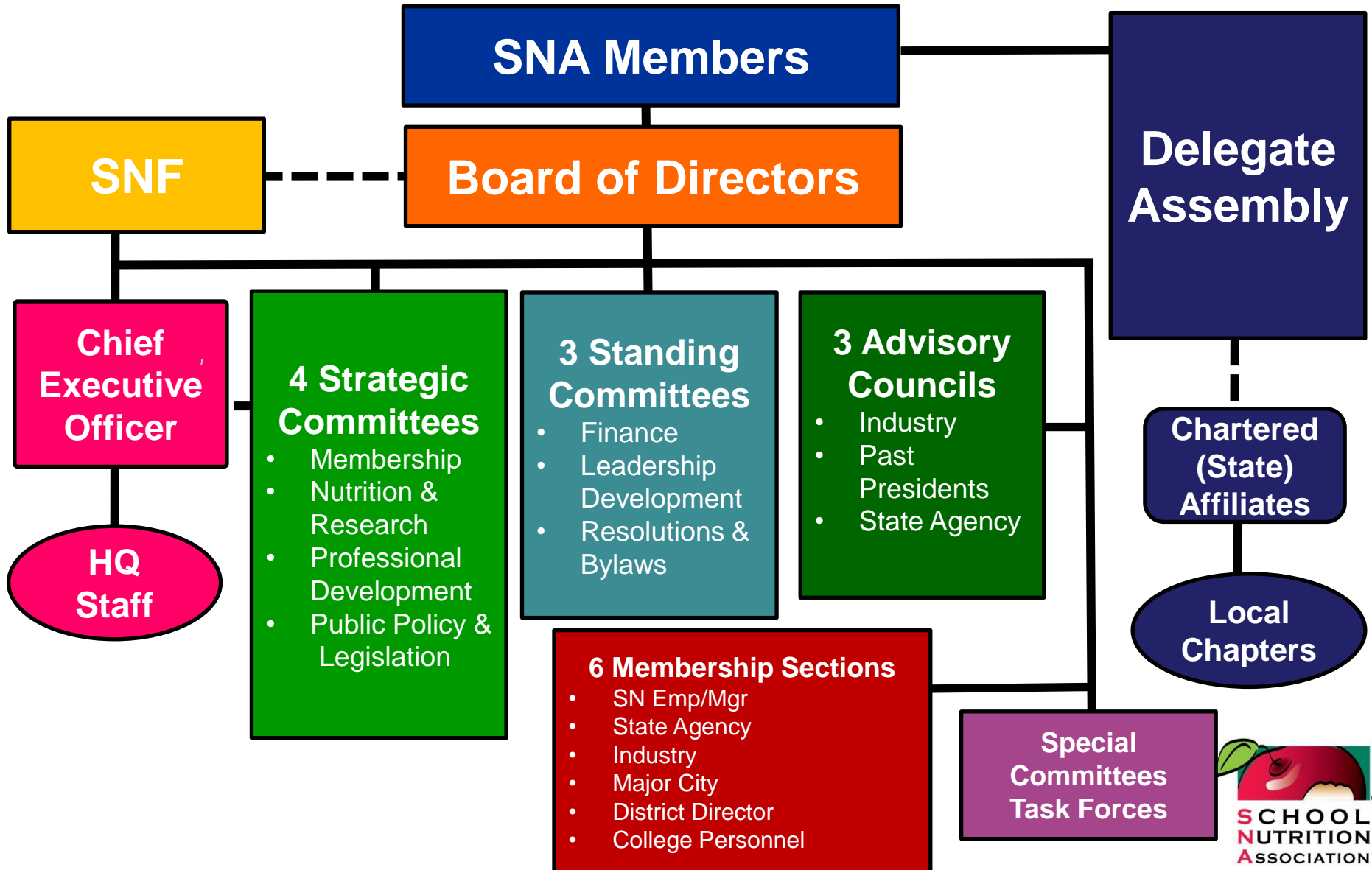
What Has Changed?

Other Changes:

- Renewed commitment to diversity criteria for annual election to maintain “balanced” Board
- Reduces individual time/travel commitments of Board members but spreads travel among Board



Proposed Model



Standing Committees

Current: 8

- Education
- Finance
- Member Services
- Nominating
- Nutrition
- Public Policy & Legislation
- Research
- Resolutions & Bylaws

Proposed: 3

- Finance
- Leadership Development
- Resolutions & Bylaws



Finance Committee

Current: 7 Members

- President
- President-elect
- Vice President
- Secretary/Treasurer (C)
- Chair of Reg Directors
- Chair of Committees
- CEO (Non-voting)

Proposed: 5 Members

- Secretary/Treasurer (C)
- President-elect
- 2 Directors
- CEO (Non-voting)

Term = 1 year

**Directors (2nd & 3rd year)
nominated by other BOD
members or self nominate for
election by board**



Leadership Development Committee (Currently Nominating Committee)

Current: 8 Members

- Immed Past Pres (C)
- 7 Regional Representatives

Terms

Chair – 1 year

Mem – 2 year staggered terms

Proposed: 11 Members

- 2 Immed Past Presidents (2nd Year is Chair)
- 7 elected Regional Representatives
- 2 At Large Representatives (appointed by Pres-elect and approved by BOD)



Resolutions & Bylaws Committee

Current: 9 Members

- Sec/Treas (C)
- 7 Regional Reps
- 1 Industry Rep

Proposed:

- No change to committee structure
- Terms change from 3 years to 2 years

Terms

Chair – 2 years

SN Mem – 2 years staggered

Ind Mem – 2 years

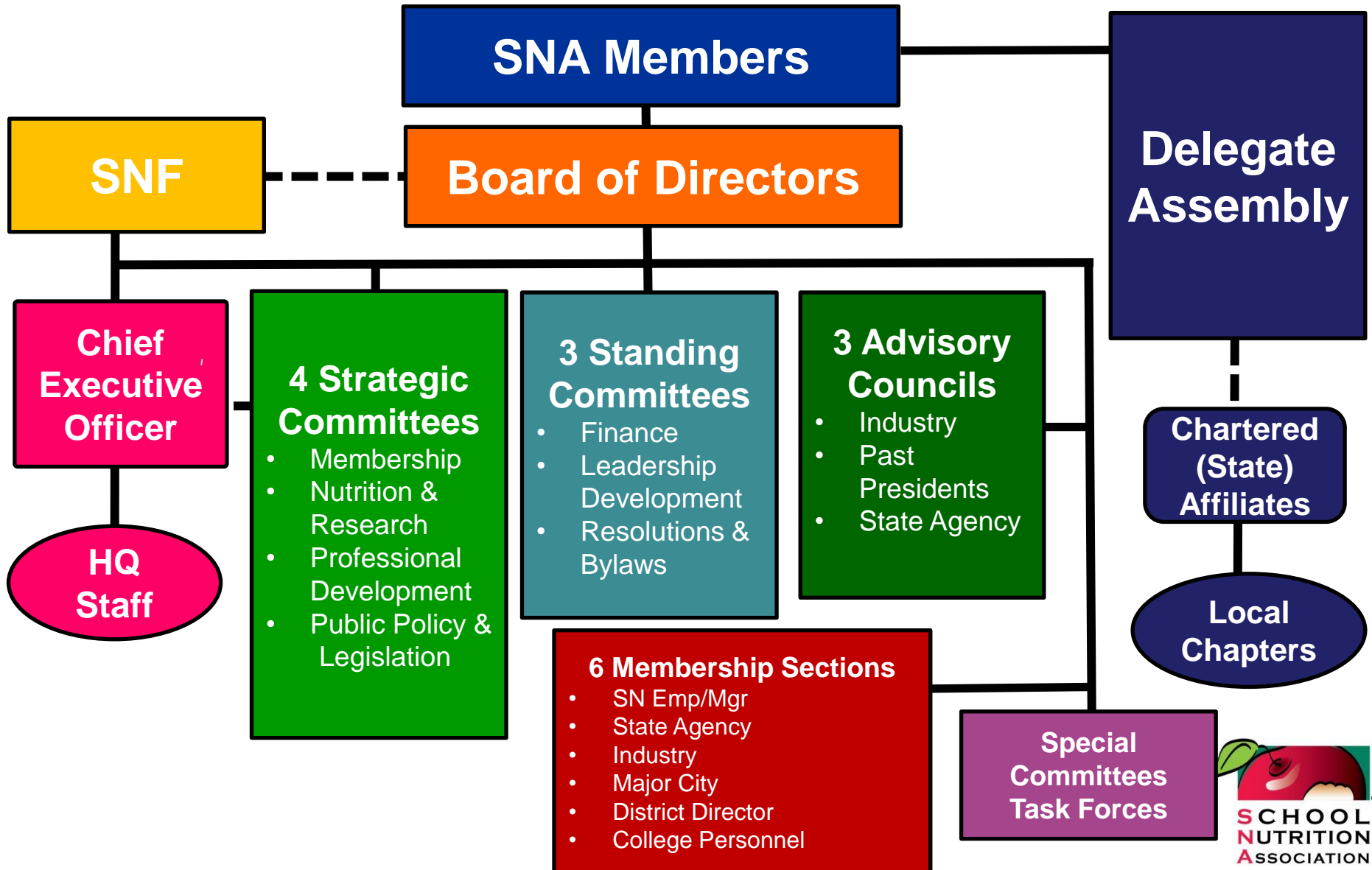


What Has Changed?

- All current committee members will serve out their term
- Change from 8 to 3 Standing Committees
- Finance Committee now includes 2 Directors and does not include President
- Nominating Committee:
 - Renamed Leadership Development Committee
 - Added one most recent Past President
 - Added 2 At Large Representatives
 - Develop new nominations and election timeline
 - Increase role in leadership development



Proposed Model



Strategic Committees



Proposed

- Professional Development
- Public Policy & Legislation
- Membership
- Nutrition & Research



Professional Development (Currently Education Committee)

Current: 9 Members

- Chair
- 7 Mems representing SNA's different membership sections with geographic representation
- 1 Industry rep

Proposed:

- No change to committee structure
- SN member terms change from 3 years to 2 years

Terms

Chair – 2 years

SN Mems – 2 year staggered

Ind Mem – 2 year



Public Policy & Legislation

Current: 10 Members

- Chair
- 7 Regional Reps w/ subject matter expertise
- 1 State Agency Dir
- 1 Industry Rep

Terms

Chair – 2 years

SN Mems – 2 year staggered

Ind Mem – 2 year

Proposed:

- No change to committee structure
- SN member terms change from 3 years to 2 years
- Industry Advisory Council Chair
- State Agency Advisory Council Chair

Nutrition & Research

(Currently Nutrition & Research Committees)

Current: 9 Members

- Chair
- 7 Regional Reps w/ subject matter experts
- 1 Industry Rep

Terms

Chair – 2 years

Mems – 2 year staggered

Ind Mem – 2 year

Proposed: 12 Members

- Chair
- 5 SN members w/ nutrition expertise
- 5 Researchers
 - Industry R&D
 - University FS Mgmt
 - University Nutrition
 - NFSMI Applied Research
- Editor JCNM
- Chair of College Personnel Section
- Member terms change from 3 years to 2 years



Membership Committee

(Currently Member Services Committee)

Current: 9 Members

- Chair
- 7 Regional Reps
- 1 Industry Rep

Proposed:

- No change to committee structure
- Member terms change from 3 years to 2 years

Terms

Chair – 2 years

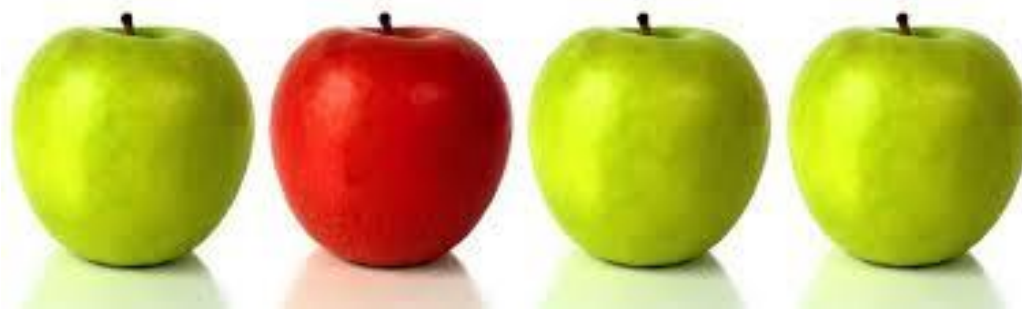
SN Mems – 2 year staggered

Ind Mem – 2 year

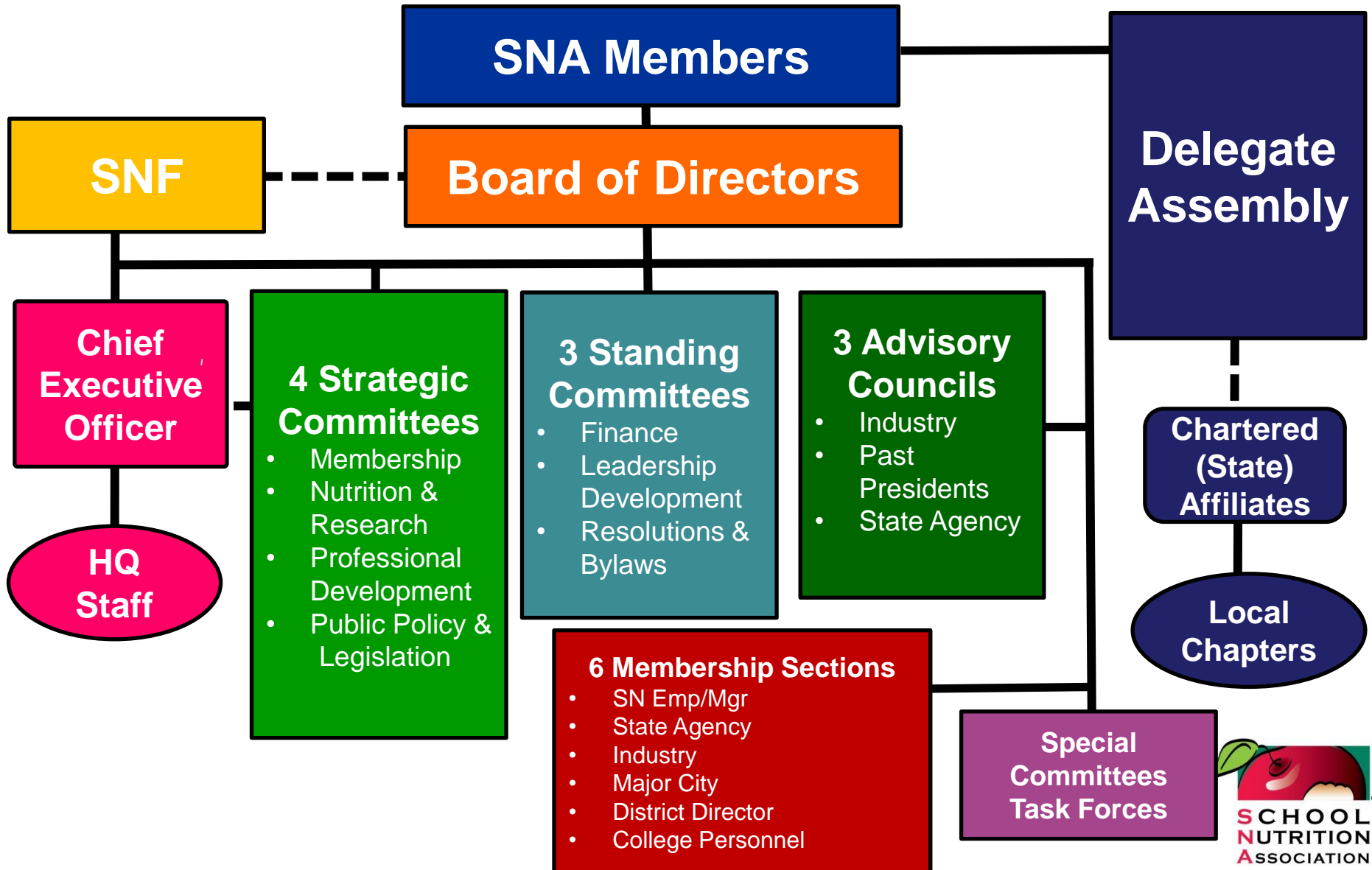


What Has Changed?

- Strategic Committee Chairs can focus on committee work instead of also juggling Board responsibilities
- Nutrition and Research Committee combined
- Board decides annually to add or sunset committees based on Strategic Plan priorities
- Member terms change from 3 years to 2 years



Proposed Model



Advisory Councils

(Currently Advisory Boards & Committee)

Current

- Industry Advisory Board
- Past Presidents Advisory Board

Proposed

- Industry Advisory Council
- Past Presidents Advisory Council
- State Agency Advisory Council

Industry & State Agency Chairs - 2 Year Terms
Past President Chair – 1 year Term



Industry Advisory Council (Currently Industry Advisory Board)

Current: 13 Members

- 1 Industry Section Rep (C)
- 12 Industry Members

Terms

Chair – 2 years; elected by Industry members

Mems – 2 year staggered

Proposed: 8 Members

- 1 Industry Section Chair
- 7 Industry Members
 - Food
 - Equipment
 - Software
 - Manufacturers
 - Broker/Distributor



Past Presidents Advisory Council (Currently Past Presidents Advisory Board)

Current

- Past Presidents Advisory Board/all Past Presidents
- In addition:
 - 1 on Nominating Comm
 - 3 lead Future Leaders Program
 - 3 HOD Delegates
 - Appointment to task forces

Proposed

- No changes to council structure
- Chair serves 1 year term
- In addition:
 - 1 on Nominating Comm
 - 3 lead Future Leaders Program
 - 3 HOD Delegates
 - Appointment to task forces



State Agency Advisory Council (Currently State Agency Committee)

Current: 8 Members

- 1 State Agency Section Rep (C)
- 7 State Directors selected by USDA Regions

Proposed: No Changes

- Chair is not elected but appointed by President-elect and approved by Board

Terms

Chair – 2 years

Mems – 2 year staggered

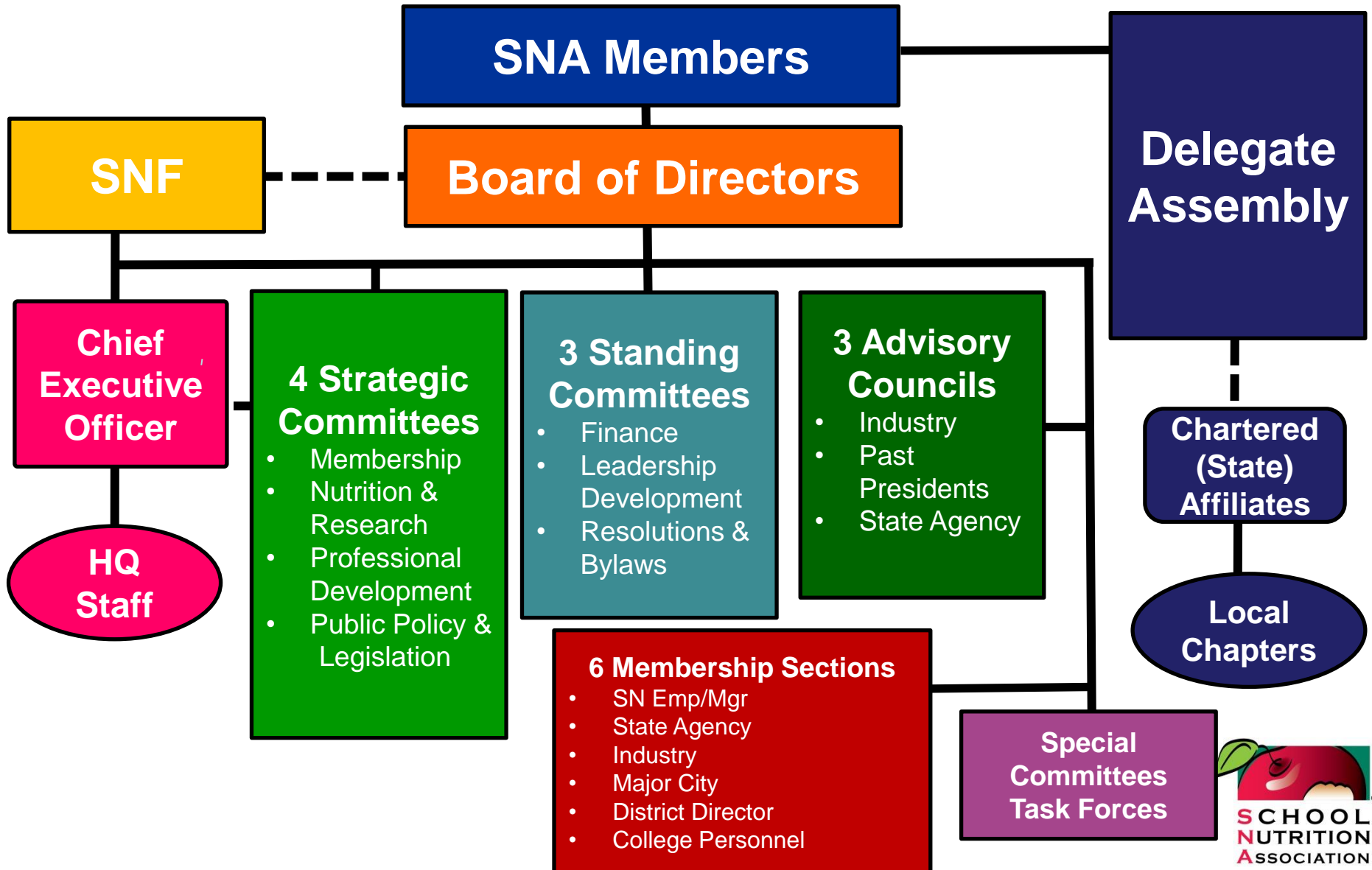


What Has Changed?

- Industry & Past Presidents changed from Advisory Boards to Advisory Councils
- State Agency changed from Standing Committee to Advisory Council
- Reduces # of industry members on Industry Advisory Council
- Formalizes reporting relationship of Advisory Councils to Board



Proposed Model



Membership Sections

Current: 7

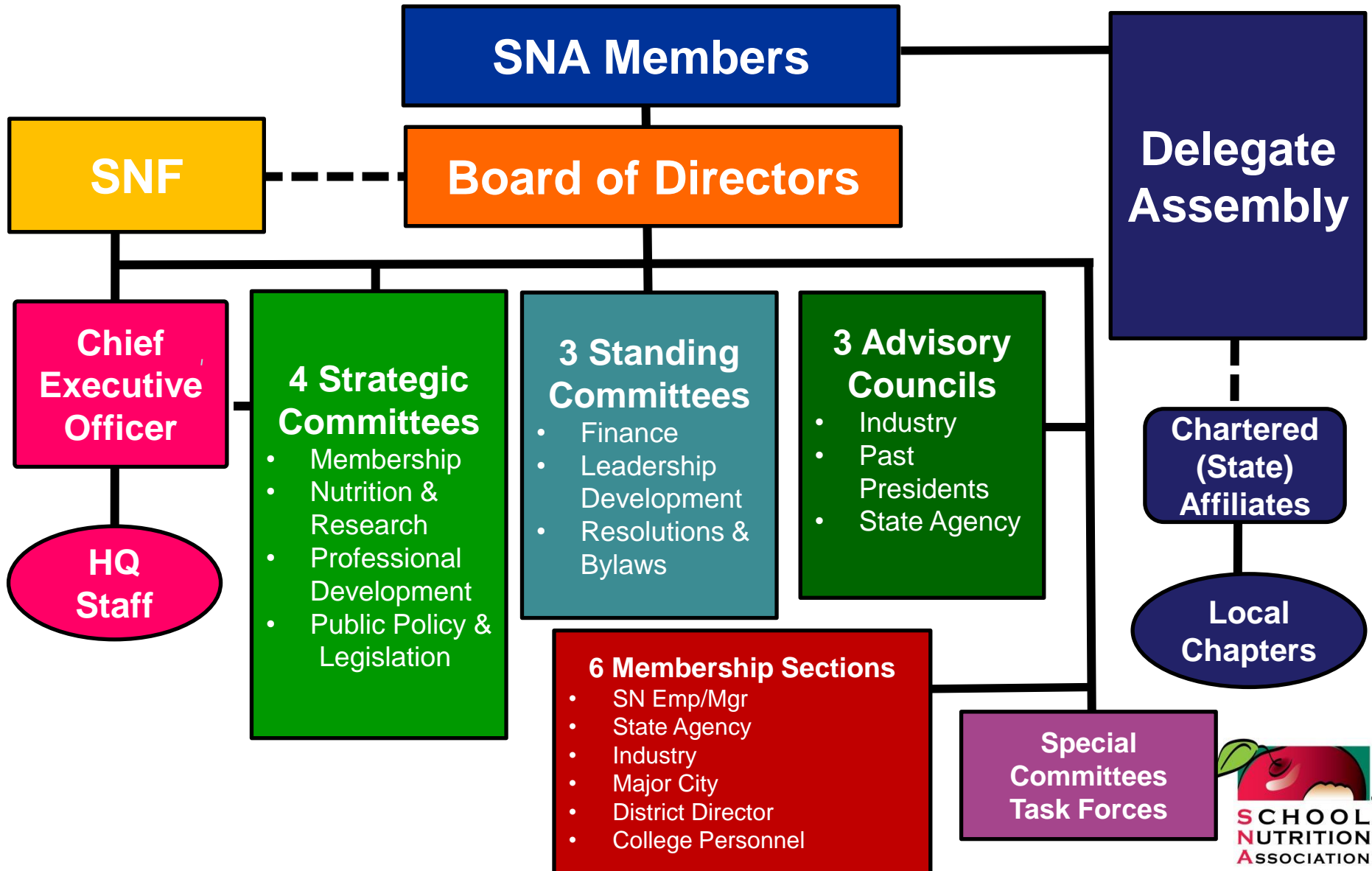
- SN Emp/Mgr
- District Director
- Major City Director
- State Agency
- College Personnel
- Child Care
- Industry

Proposed: 6

- Eliminates the Child Care Section



Proposed Model



Renaming & Repurposing House of Delegates



House of Delegates Renamed Delegate Assembly

Current

- Pres-elect (C)
- Approximately 125 state delegates
- 20 BOD members
- 3 Past Presidents
- 1 Nominating Comm Chair

Total = Approx. 145

Proposed

- President-elect (C)
- Approximately 125 state delegates
- 16 BOD members
- 3 Past Presidents
- Leadership Development Comm Chair

Total = Approx. 145

Introduce 1 year term for Delegates = Aug 1 – Jul 31



Additional Invitees to Delegate Assembly

- Incoming Board Members
- Strategic Committee Chairs
- Advisory Council Chairs
- Membership Section Chairs



Examples of Possible Delegate Assembly Topics

- Developing the next generation of school nutrition professionals
- Enhancing the role of school nutrition programs in the education environment
- Alleviating hunger through school nutrition programs

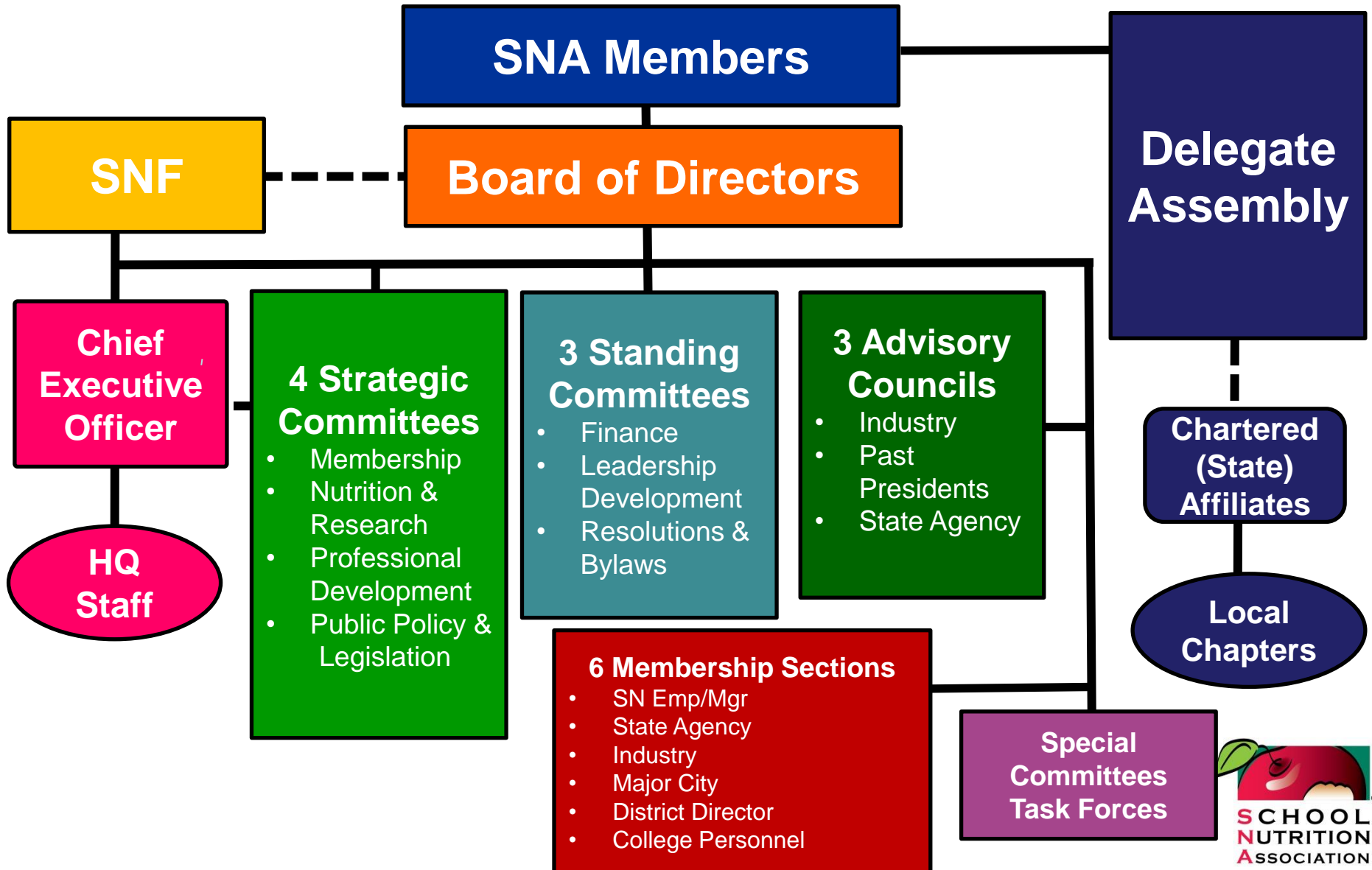


What Has Changed?

- Renamed House of Delegates to Delegate Assembly
- Bylaw amendments only voted on every other year except if recommended by 2/3 vote of Board in off years
- Focuses on issues of importance for SN profession
- Delegates serve one year term (Aug-July)
- Moves approval of dues changes to Board with limitations on frequency and formulas for increases defined in bylaws



Proposed Model



Support for State Affiliates

- Regional Director positions retained on Board
- Three At Large Director positions can help with Board responsibilities and to support states



Support for State Affiliates

- The Delegate Assembly provides state delegates a one year term and a meaningful opportunity to provide input on issues of importance to the profession
- Provides updated governance model for state affiliates



More Leadership Opportunities

- More SNA volunteer opportunities due to shorter terms for Strategic Committee Chairs and members
- Renewed commitment to diversity by the Board and Leadership Development Committee



Next Steps

- Proposed bylaw amendments:
 - Reviewed by Board
 - Communication to members:
 - Webinar on bylaw amendments for members in May
 - SNAC Chat
 - Website story/FAQs
 - Letter to members/FAQs
 - Mail to HOD delegates in June



Next Steps

If proposed bylaw amendments approved:

- Implement transition plans for positions, terms and the nomination and election processes
- **Note:** All elected and appointed positions will serve out their current terms in the transition



Talk With Us After NLC

Email your Regional Director

ME (Sara Gasiorowski)

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SW (Kevin Ponce)

kaponce@okcps.org

W (Lynnelle Grumbles):

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NW (Debbie Kallio)

dkallio@swsd.k12.wa.us



Talk With Us After NLC

OR

- Email SNA President Julia Bauscher:
snapresident@schoolnutrition.org
- Participate in the SNA Webinar on proposed bylaw amendments in May
- Join the May 12 SNAC Chat



QUESTIONS?

