

1 **SCHOOL NUTRITION ASSOCIATION, INC.**

2
3 **BYLAWS**

4
5 **ARTICLE I - MEMBERSHIP**

6
7 Section 1. Membership Categories

8 There shall be the following categories of membership: school nutrition members,
9 affiliate members, and associate members. When chartered affiliates exist, school
10 nutrition, retired, and student members shall also be members of the state affiliate. All
11 members shall be eligible to attend the meetings of the delegate assembly as
12 observers.

13
14 A. School Nutrition Members – School nutrition members shall consist of employees,
15 managers, supervisors/directors and specialists, and educators in eligible fields.

16 Eligible fields shall be defined as:

- 17
18 1. Persons employed at the preschool, school, school district, college, state, or
19 federal levels in a food and nutrition program which serves meals.
20 2. Persons engaged in teaching or administration at the aforementioned levels.

21
22 School nutrition members who hold individual memberships and cease to be
23 employed in an eligible field may continue their membership until their renewal date.

24
25 School nutrition members whose dues are currently paid as of the month prior to the
26 election, or in the grace period, shall be eligible to serve on committees, subject to
27 any additional restrictions in these bylaws.

28
29 B. Affiliate Members – Affiliate members are members who choose the option of being
30 nonvoting supporter members. Affiliate members may be school nutrition employees
31 working less than four hours per day or retired members.

32
33 C. Associate Members – Associate member categories shall consist of:

- 34 1. Retired members.
35 2. Students enrolled in post-secondary food, nutrition, health, or other food related
36 programs.
37 3. Industry consultants and corporations.
38 4. International child nutrition individuals.
39 5. Persons engaged in community nutrition programs and nongovernment
40 organizations committed to furthering school nutrition programs or the goals of
41 the association.
42 6. Persons employed by the association or a state affiliate.

43
44 D. Ownership – School nutrition memberships may be held by an individual or be
45 school district/organization owned. A person shall not concurrently hold both an
46 individual and school district/organization membership. Individual membership is

47 owned by an individual and is not transferable. School district/organization owned
48 members may reserve the right to change to an individual membership at any time if
49 otherwise eligible. School district/organization owned members may be transferred
50 within the following membership categories: employees, managers, supervisors/
51 directors/specialists, or educators employed in eligible fields.
52

- 53 E. Dues – Dues shall be established biennially by the board of directors in even-
54 numbered years. State and national membership dues shall be submitted to the
55 national association at its designated location. State dues shall be recorded and
56 remitted to the state association in a timely manner.
- 57 1. Dues may not be increased in a two-year period by more than 10%, rounded to
58 the next dollar amount.
 - 59 2. The board of directors shall provide objective criteria for discounting dues and
60 indicate a specific period of time for any discounts.

61
62 Section 2. Membership: Good Standing, Suspension and Termination

- 63 A. Membership in a chartered affiliate shall be held in the state where the principal
64 place of employment is located.
65
- 66 B. A member shall be considered to be in good standing when payment of all dues and
67 fees is current.
68
- 69 C. The board of directors may suspend, revoke or terminate any membership, privilege
70 of membership, or participation in SNA programs or activities for conduct contrary to
71 the purposes of the association or its policies.
72
- 73 D. All suspension, revocation or termination proceedings shall be conducted in good
74 faith and in a fair, nondiscriminatory and reasonable manner, consistent with
75 applicable law and regulatory requirements for non-profit corporations and the
76 bylaws. The officers and directors shall be entitled to rely on competent expert
77 advice, facts disclosed by investigation, admissions or any other reasonable
78 evidence, but shall not be required to observe particular federal or state rules of
79 evidence or judicial procedures.
80

81 Section 3. Membership Sections

82 The association shall have membership sections identified by responsibilities/positions
83 in school nutrition program operations. Members of sections shall be school nutrition
84 employees/managers, state agency, district directors/supervisors and specialists,
85 college personnel, and major city directors/supervisors and specialists, which shall be
86 defined as those cities having a population of 200,000 or more or a school population
87 of 40,000 or more in all sponsored programs. Chairs of membership sections shall be
88 appointed by the president-elect and approved by the board of directors for two-year
89 staggered terms, except that the school nutrition employee/managers section chair
90 shall be elected by the members of that section. The membership section chairs shall
91 provide input regarding program activities and member needs, on an as-needed basis.
92

93 Section 4. Regions

94 The United States shall be divided into regions to align with the regions promulgated by
95 the United States Department of Agriculture.

96
97 Section 5. Elections and Voting Rights

98 A. SNA shall conduct an election annually for elected positions as specified within
99 these bylaws and may conduct special elections as deemed necessary.

100
101 B. Officers shall be elected by the membership in conjunction with the election of the
102 board of directors.

103
104 C. Terms of office shall begin and end upon installation at the Annual National
105 Conference (ANC). If no ANC is held, the board shall choose a date that
106 approximates the date of that event.

107
108 D. Directors and officers shall hold office for their prescribed term and until their
109 successors are duly elected.

110
111 E. Voting rights are conferred as follows:

112 1. School Nutrition Members whose dues are currently paid as of the end of the
113 month prior to the election or in the grace period shall be entitled to vote for the
114 election of officers and to vote on any matter submitted to the voting
115 membership, shall be eligible to serve on committees subject to any additional
116 restrictions in these bylaws, and shall be eligible for nomination to national
117 elected office as allowed by these bylaws.

118 2. Affiliate Members shall not be eligible for nomination to national elective office.

119 3. Associate Retired Members whose dues are currently paid as of the end of the
120 month prior to the election or in the grace period shall be entitled to vote for the
121 election of officers and to vote on any matter submitted to the voting
122 membership.

123 4. Industry Advisory Council members shall be entitled to vote for the election of the
124 Chair of the Industry Advisory Council.

125
126 F. Associate members in the student, international and "other" categories shall be non-
127 voting members and are not eligible for nomination to national elective office.

128
129 G. Write-in votes shall not be counted.

130
131
132 **ARTICLE II – CHARTERED AFFILIATES**

133
134 Section 1. Definition

135 One affiliate from each state, the District of Columbia, the commonwealth of Puerto
136 Rico, and territories administered by the United States, may be chartered by the board.
137 Each chartered affiliate shall be a separate legal entity from the association. Chartered
138 affiliates shall determine the eligibility requirements for members to serve as officers of

139 the chartered affiliates, so long as those qualifications do not conflict with any SNA
140 governing documents.

141
142 Section 2. Purpose

143 The purpose of a chartered affiliate must be in furtherance of the purpose of the
144 association and shall include, but not be limited to:

- 145 • Advancing and promoting the mission of the national association.
- 146 • Introducing school nutrition professionals to the national association, serving as a
147 source of new members.
- 148 • Serving as a communication portal between the national association and
149 individual members.
- 150 • Providing a pool of future school nutrition leaders for the professional
151 association.
- 152 • Promoting opportunities to focus on current state and national school nutrition
153 issues of importance to individual members.
- 154 • Providing opportunities for the enhancement of professional and personal
155 development of its members.

156
157 Section 3. Representation

158 Each chartered affiliate shall be entitled to representation in the delegate assembly,
159 provided:

- 160 A. It has signed the State Affiliation Agreement;
- 161
- 162 B. Its articles of incorporation, and/or constitution, and/or bylaws do not conflict with
163 any SNA governing documents;
- 164
- 165 C. It has adopted an annual plan of action consistent with the national plan of action;
166 and
- 167
- 168 D. It is in compliance with relevant federal and state laws.

169
170
171 **ARTICLE III - OFFICERS**

172
173 Section 1. Officers

174 The officers shall be the resident, president-elect, vice president, secretary/treasurer
175 and chief executive officer.

176 A. President

177 The president shall:

- 178 1. Provide leadership to ensure the strategic direction and values of the association
179 are maintained.
- 180 2. Represent the association before the public as the official representative of the
181 association.
- 182 3. Preside over all meetings of the board and the membership.
- 183 4. Serve and make appointments as required by these bylaws and other governing
184 documents, including serving as ex-officio on all committees and advisory

185 councils except the leadership development committee.
186 5. Perform other duties incident to the office of president, whether assigned by the
187 board or association governing documents.
188

189 B. President-elect

190 The president-elect shall:

- 191 1. Perform the duties of president in case of temporary absence or temporary
192 inability to serve.
- 193 2. Preside over the delegate assembly.
- 194 3. Serve and make appointments as required by these bylaws and other governing
195 documents including recommending for board approval the appointment of
196 incoming members of committees and advisory councils to fill applicable expiring
197 terms.
- 198 4. Perform other duties incident to the office of president-elect as assigned by the
199 president, the board or association governing documents.
200

201 C. Vice President

202 The vice president shall:

- 203 1. Perform the duties of the president-elect in the president-elect's temporary
204 absence.
- 205 2. Serve as required by these bylaws and other association governing documents.
- 206 3. Perform other duties incident to the office of vice president as assigned by the
207 president, the board or association governing documents.
208

209 D. Secretary/Treasurer

210 The secretary/treasurer shall:

- 211 1. Ensure the accurate recording of the minutes of the delegate assembly, the
212 board, the executive committee and the finance committee.
- 213 2. Serve as chair of the finance committee and the resolutions and bylaws
214 committee.
- 215 3. Monitor the association funds, investments and securities and give an unaudited
216 financial report annually to the delegate assembly.
- 217 4. Submit an annual budget to the board.
- 218 5. Perform other duties incident to the office of secretary/treasurer as assigned by
219 the president, the board or association governing documents.
220

221 E. Chief Executive Officer

222 The chief executive officer shall:

- 223 1. Manage the association under the direction of the board.
- 224 2. Implement policies under the direction of the board.
- 225 3. Perform other duties incident to the office of chief executive officer, as assigned
226 by the president, the board or association governing documents.
- 227 4. Be retained under an employment contract by the board.
228

229 Section 2. Eligibility

230 A. All School Nutrition Member candidates for election as an officer must:

- 231 1. Be a member in good standing.
232 2. Preferably have a Bachelor's degree, but it is not required.
233 3. Have at least two full years of service on the SNA board of directors and have
234 one year or less remaining in the current term of office.
235 4. Be regularly employed (a minimum of 130 days during the prior 12 months) in an
236 eligible field.
237 5. Maintain membership at the time of nomination and election.
238 6. Be actively working in the school nutrition profession throughout the term.

239
240 B. The president, president-elect, and vice president shall have the School Nutrition
241 Specialist (SNS) credential.
242

243 C. The secretary/treasurer shall have a SNA certificate or the SNS credential and
244 working knowledge of finance and budgeting.
245

246 Section 3. Term of Office
247

248 A. The term of office for the president, president-elect, and vice president shall be for
249 one year.
250

251 B. The secretary/treasurer shall be elected in even-numbered years to serve a two-year
252 term.
253

254 C. An officer may not serve more than one term in each office. Time spent filling a
255 vacancy shall not be counted as a term.
256

257 Section 4. Succession
258

259 A. Upon completion of the term of office, the president shall become a past president of
260 the association with all future dues waived for life. All rights and privileges of school
261 nutrition members shall be bestowed upon past presidents.

262 B. Upon completion of the term of office, the president-elect shall automatically
263 succeed to the office of the president.
264

265 C. Upon completion of the term of office, the vice president shall automatically succeed
266 to the office of president-elect.
267

268 Section 5. Vacancy
269

270 A. President -- in case of death, resignation or removal of the president, the president-
271 elect shall succeed to the office of president for the remainder of the term, followed
272 by the president-elect's original term had the vacancy not occurred.

273 B. President-elect -- in case of death, resignation or removal of the president-elect, the
274 vice president shall succeed to the office of president-elect for the remainder of the
275 term, followed by the president-elect's original term had the vacancy not occurred.
276

277 C. Vice President and Secretary/Treasurer -- in case of death, resignation or removal of
278 the vice president or secretary/treasurer, the board shall direct the leadership
279 development committee to prepare candidate recommendations for consideration
280 and vote by the delegate assembly.

281
282

283 **ARTICLE IV – BOARD OF DIRECTORS**

284
285

285 **Section 1. Composition**

286 The board shall be composed of the president, president-elect, vice president,
287 secretary/treasurer, ten directors – one of which is elected from the school nutrition
288 employee/manager section – and the chief executive officer. The term "director" shall
289 include the individual elected from the school nutrition employee/manager section,
290 alongside the other directors, in all future references. The Chief Executive Officer shall
291 be a nonvoting member. The board of directors may also invite the School Nutrition
292 Foundation chair and the Industry Advisory Council Chair to serve as nonvoting
293 members.

294
295

295 **Section 2. Authority**

296 The board shall be responsible for the management of the affairs of SNA. To that end, it
297 shall also:

- 298 1. Provide strategic direction for SNA.
- 299 2. Comply with fiduciary obligations of care, loyalty and obedience.
- 300 3. Oversee SNA's business and financial affairs.
- 301 4. Select and appoint the chief executive officer.
- 302 5. Perform all duties usually entrusted to officers and directors of the corporation.

303
304

304 **Section 3. Meetings**

305 A. The board shall meet no fewer than three times a year to direct the business of the
306 association. The board shall also meet at the call of the president or upon the
307 request of a majority of members of the board. A majority of the members of the
308 board then in office shall constitute a quorum.

309
310

310 B. Notice of the time and place of meetings of the board of directors shall be sent
311 electronically to the members of the board, unless extraordinary circumstances
312 dictate otherwise. Notice of special meetings must also include the purpose for
313 which such special meeting is called.

314
315

315 C. All meetings of the board of directors may be held virtually, provided all persons
316 participating in the meeting can hear and speak to each other at the same time.
317 Actions taken at such meetings shall be of the same force and effect as at a regular
318 meeting authorized by these bylaws.

319
320

320 D. Any action required or permitted to be taken at a meeting of the board of directors
321 may be taken without a meeting provided that unanimous consent obtained via
322 electronic balloting setting forth the action by each member of the board is filed with

323 the minutes of such meeting.

324

325 Section 4. Eligibility

326 A. All school nutrition member candidates for election as a director must:

- 327 1. Be a member in good standing.
- 328 2. Have an SNA certificate or be SNA credentialed.
- 329 3. Have service on the board of directors of a chartered affiliate or by serving in a
- 330 national or chartered affiliate volunteer role.
- 331 4. Be regularly employed (a minimum of 130 days during the prior 12 months) in an
- 332 eligible field.
- 333 5. Maintain membership at the time of nomination and election.

334

335 B. The school nutrition employee/manager section director must be a member of their

336 respective membership section.

337

338

339 Section 5. Terms of Office

340 A. SNA directors shall have staggered three-year terms.

341

342 B. If a change in professional status occurs, the director may complete the term of

343 office provided two years of the three-year term has been completed. If less than

344 two years has been completed, the position shall be filled pursuant to Article IV,

345 Section 6(A). Vacancies and Removal.

346

347 Section 6. Vacancies and Removal

348 A. In the case of death, resignation or removal of a director, the delegate assembly

349 shall fill the vacancy as soon as possible, either in person or by electronic vote. The

350 leadership development committee shall identify and recruit eligible candidates for

351 consideration and vote by the delegate assembly.

352

353 B. Any member of the board of directors may be removed if found in violation of

354 conditions required for election, a breach of fundamental principles or rules of the

355 association, or failing to work under the framework of the association, in accordance

356 with the following:

357 1. The board, upon receipt of charges, shall investigate the charges, hold a hearing

358 and render a decision. The accused officer or director must be provided with

359 advance written notice including the reason for the proposed removal and an

360 opportunity to contest the proposed removal in writing or in person at a meeting

361 of the board.

362 2. In the event that a newly elected, but not yet installed director is charged with

363 violating any conditions required for election, a breach of fundamental principles

364 or rules of the association or failing to work under the framework of the

365 association, the board, upon receipt of charges, shall investigate the charges,

366 hold a hearing and then consider whether the violation is cause for

367 disqualification as an officer of the association.

368 3. A three-quarters vote of the board, with the director proposed to be removed not

369 voting, shall be required for removal of an officer or director or disqualification as

370 a candidate. Final written notice of the board's decision shall be sent to the
371 accused officer or director within 48 hours.

372
373 Section 7. Executive Committee

374 A. Composition

375 The executive committee shall be composed of the following members:

- 376 1. The president, who shall serve as chair.
- 377 2. The president-elect, vice president, and secretary/treasurer.
- 378 3. Two directors in the second or third year of their terms as directors or who have
379 previously served a full term on the board and who are not serving on the finance
380 committee, elected by the board of directors.
- 381 4. The chief executive officer, who shall serve as a nonvoting member.

382
383 B. Responsibilities

- 384 1. The executive committee shall assist the board in managing SNA on issues that
385 are time sensitive between official board meetings and, in such cases, shall have
386 the authority of the board provided that the executive committee does not alter or
387 act contrary to established board policies. The executive committee shall also
388 carry out tasks referred to it by the board.
- 389 2. Actions of the executive committee shall be communicated to the board at the
390 next board meeting.

391
392 C. Meetings

- 393 1. The executive committee shall meet on the call of the president or on the request
394 of any three members of the executive committee. A majority of the members of
395 the executive committee then in office shall constitute a quorum.
- 396
397 2. Notice of the time and place of meetings of the executive committee shall be sent
398 electronically to the members of the executive committee, unless extraordinary
399 circumstances dictate otherwise. Notice of special meetings must also include
400 the purpose for which such special meeting is called.
- 401
402 3. All meetings of the executive committee may be held virtually, provided that all
403 persons participating in the meeting can hear and speak to each other at the
404 same time. Actions taken at such meetings shall be of the same force and effect
405 as at a regular meeting authorized by these bylaws.
- 406
407 4. Any action required or permitted to be taken at a meeting of the executive
408 committee may be taken without a meeting provided that unanimous consent
409 obtained via electronic balloting setting forth the action by each member of the
410 executive committee is filed with the minutes of such meeting.

411
412
413 **ARTICLE V –DELEGATE ASSEMBLY**

414
415 Section 1. Composition

- 416 A. The delegate assembly shall be composed of delegates representing chartered
417 affiliates, the board of directors, the leadership development committee chair, the
418 strategic committee chairs, three past national presidents, and the chief executive
419 officer, who shall be a nonvoting ex-officio member. Delegates must be school
420 nutrition members or associate retired members. Each delegate shall be entitled to
421 one vote.
422
- 423 B. Each chartered affiliate shall be entitled to elect or appoint a delegate to the
424 delegate assembly for a term commencing August 1 and ending July 31, provided
425 the requirements of the chartered affiliate are met. Chartered affiliates may also
426 designate alternate delegates.
427
- 428 C. Official national membership data as of May 31 shall be used to determine delegate
429 representation for each state affiliate. Only eligible delegates shall participate in the
430 delegate assembly. The number of voting delegates for each state affiliate shall be
431 calculated on the following basis:
432 1. All states, regardless of membership, shall have two delegates.
433 2. Each state shall have one additional delegate for each 600 members, or a major
434 fraction thereof, in excess of 1,200 members. Only members eligible to vote in
435 the school nutrition and associate retired membership classes shall be counted
436 for purposes of this calculation.
437

438 Section 2. Responsibilities

- 439 A. The delegate assembly shall be a deliberative body that identifies issues, trends and
440 areas of concern for the board of directors, and shall respond to requests for input
441 from the president throughout the year on an as-needed basis. There shall be a
442 meeting of the delegate assembly held annually, and at other times by other
443 methods, including electronically, as allowed by law and as called by the board of
444 directors. Delegates shall provide insight and perceptions about child nutrition
445 program issues, the school nutrition profession and SNA. The delegate assembly
446 may put forward recommendations and amendments to the articles of incorporation
447 and bylaws. One-third of the voting delegates shall constitute a quorum.
448
- 449 B. The delegate assembly shall:
450 1. Adopt and amend the bylaws and articles of incorporation .
451 2. Fill vacancies as required by these bylaws.
452 3. Debate and review position statements regarding child nutrition, the profession
453 and organization .
454 4. Act as a liaison and communicate actions/activities including the strategic plan
455 and the annual plan of action to its state affiliate constituencies.
456 5. Provide input to the board of directors and strategic planning committee on
457 mission, vision, values and goals.
458

459 **ARTICLE VI – COMMITTEES AND ADVISORY COUNCILS**

460 Section 1. Committees and Advisory Councils

461

- 462 A. There shall be the following standing committees:
463 • Finance
464 • Leadership Development
465 • Resolutions and Bylaws
466
467 B. Strategic committees shall be created and disbanded as deemed necessary by the
468 board of directors based on the goals and priorities of the Association's strategic
469 plan. The board shall report annually to the delegate assembly on the strategic
470 committees.
471
472 C. There shall be the following advisory councils:
473 1. Industry Advisory Council (IAC). The IAC Chair must be a member of the
474 applicable membership section and a present or former member of the IAC.
475 If a change in professional status occurs, the IAC Chair may complete the
476 term of office provided one year of the two-year term has been completed. If
477 less than one year has been completed, the leadership development
478 committee shall identify and recruit eligible candidates for consideration and
479 vote by the IAC.
480 2. State Agency Council (SAC). The SAC Chair must be a member of the
481 applicable membership section. The SAC Chair is appointed by the
482 President-Elect and approved by the Board. If a change in professional
483 status occurs, the SAC Chair may complete the term of office provided one
484 year of the two-year term has been completed. If less than one year has
485 been completed, the President-Elect shall identify and appoint a new Chair
486 with Board approval.
487
488 D. Only school nutrition members may serve as chair of a standing or strategic
489 committee or advisory council, except for the industry advisory council. School
490 nutrition members and industry members are eligible for appointment to standing or
491 strategic committees or advisory councils. Only school nutrition members are
492 required to have an SNA certificate or be SNA credentialed.
493
494 E. No member shall serve on more than one standing or strategic committee at the
495 same time, with the exception of the Secretary-Treasurer, who shall chair the
496 finance committee and the resolutions and bylaws committee.
497
498 F. No member shall serve for more than two consecutive terms on the same standing
499 or strategic committee without the express approval of the SNA board.
500
501 G. The President, if requested by the committee chair, shall recommend to the board
502 the removal of a committee member who has had two or more unexcused absences
503 within one year. A new committee member may be appointed to fill the vacancy.
504

505 Section 2. Finance Committee

506 A. Composition

507 The finance committee shall be composed of the following members:

- 508 1. The secretary/treasurer, who shall serve as chair.
509 2. The president.
510 3. The president-elect.
511 4. The vice president.
512 5. Two directors elected by the board of directors who have previously served a full
513 term or who are in the second or third year of their terms, and who are not
514 serving on the executive committee.
515 6. The chief executive officer, who shall serve as a nonvoting member.
516
- 517 B. Responsibilities – The finance committee shall:
518 1. Review and approve the proposed annual budget to be brought forth to the board
519 for approval.
520 2. Review the financial status of the association throughout the year.
521 3. Review and update SNA’s investment policy for board approval.
522 4. Review SNA’s long and short-term investments on a regular basis.
523 5. Review and approve all new non-budgeted financial requests to be brought forth
524 to the board for approval.
525
- 526 C. A majority of the members of the finance committee shall constitute a quorum.
527

528 Section 3. Leadership Development Committee

- 529 A. The leadership development committee shall be composed of thirteen members: six
530 elected by SNA members, five at large members appointed by the president-elect
531 and approved by the board, and the two most recent past presidents serving as
532 nonvoting ex-officio members. The second most recent past president shall serve as
533 chair. The elected and appointed members shall serve two-year staggered terms.
534
- 535 B. The leadership development committee shall identify and recruit eligible candidates
536 based on their leadership competencies and diversity.
537
- 538 C. If there is no eligible candidate for election to an open position on the leadership
539 development committee following the election, the position shall be converted to an
540 at large position for that term and the president-elect shall make the appointment
541 with the approval of the board.
542
- 543 D. Members of the leadership development committee shall:
544 1. Be a member in good standing.
545 2. Have an SNA certificate or be SNA credentialed.
546 3. Have demonstrated leadership experience by serving on the board of directors of
547 SNA or by serving on a national committee or task force.
548 4. Be regularly employed (a minimum of 130 days during the prior 12 months) in an
549 eligible field.
550 5. Maintain membership at the time of nomination and election. If a change in
551 professional status occurs, they shall complete their term of office provided one
552 year of their term has been completed.
553

554 E. In case of death, resignation, or removal of a leadership development committee
555 member, the board shall request the remaining leadership development committee
556 members to provide a candidate recommendation for board approval.
557

558 **Section 4. Resolutions and Bylaws Committee**

559 A. The resolutions and bylaws committee shall be composed of seven regional
560 members, one industry member, and the secretary/treasurer who shall chair the
561 committee. The regional members and the industry member shall be appointed by
562 the president-elect and approved by the board for two-year staggered terms. If there
563 is no eligible candidate for a region position on the resolutions and bylaws
564 committee by August 1, the position shall be converted to an at large position for that
565 term and the president-elect shall make the appointment with the approval of the
566 board.
567

568 B. The committee shall present proposed bylaws amendments to the delegate
569 assembly, and provide recommendations to the board and the membership.
570

571 C. The resolutions and bylaws committee shall be responsible for reviewing the
572 governance documents of the association and ensuring that they are maintained and
573 up to date, and shall approve the final draft of the bylaws following amendment.
574
575

576 **ARTICLE VII – CERTIFICATE AND CREDENTIALING GOVERNING COUNCIL**
577

578 There shall be a certificate and credentialing governing council, which shall be
579 autonomous and shall develop eligibility standards, rules for the development,
580 administration, and scoring of the assessment instruments and operation processes for
581 the certificate and credentialing programs. The certificate and credentialing governing
582 council shall not be responsible for accreditation of individual education or training
583 programs or courses of study.
584
585

586 **ARTICLE VIII – INTERNATIONAL AFFILIATES**
587

588 International associations dedicated to feeding school children may apply to become
589 international affiliates of SNA in their respective nations so long as these affiliates
590 operate in a spirit consistent with these bylaws with regard to classes of membership
591 and eligible fields.
592

593 In order to be a recognized international affiliate, the group must be reviewed and
594 approved by the SNA board of directors. International affiliates will adopt additional
595 bylaws and procedures appropriate to their own circumstances. An international
596 affiliates council will be established to strengthen the bond between the international
597 affiliates and SNA.
598

599 Members of the international affiliates shall not be entitled to vote in SNA's annual

600 election, but may access member services through SNA’s website and receive a
601 discounted SNA member rate on meeting registration fees and SNA products.

602
603

604 **ARTICLE IX – PARLIAMENTARY AUTHORITY**

605

606 The twelfth (12th) edition of *Robert’s Rules of Order Newly Revised* shall govern this
607 association in all cases to which they are applicable and in which they are not
608 inconsistent with these bylaws and any special rules the association may adopt.

609

610 When a new edition of the parliamentary authority is published, the board may, by
611 majority vote and after ensuring that they have familiarized themselves with the
612 changes in the new version, update the edition reference in the bylaws. Members shall
613 be notified promptly after the change is made.

614

615

616 **ARTICLE X - AMENDMENT**

617

618 A. Submission – amendments to these bylaws shall be proposed in writing no later than
619 120 days prior to the annual delegate meeting by an official request of a state
620 affiliate or a written petition signed by 100 members, or 90 days prior to the annual
621 delegate meeting from an association committee, advisory council, or the board of
622 directors.

623

624 B Bylaws may only be amended in even numbered years unless proposed by a two-
625 thirds vote of the board of directors.

626

627 C. Amendments to these bylaws shall be adopted by a two-thirds vote at the annual
628 meeting of the delegate assembly, provided that copies of the proposed
629 amendments have been mailed or sent electronically as allowed by law to all
630 members of the delegate assembly at least thirty days prior to the annual delegate
631 meeting.