

SCHOOL NUTRITION ASSOCIATION, INC.

BYLAWS

ARTICLE I - MEMBERSHIP

Section 1. Membership Categories

There shall be the following categories of membership: school nutrition members, affiliate members, and supporting 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.

A. School Nutrition Members – School nutrition members shall consist of school/site nutrition staff, district directors, and supervisors in eligible fields.

Eligible fields shall be defined as:

1. Persons employed at the preschool, school, school district, college, state, or federal levels in a food and nutrition program which serves meals.
2. Persons engaged in direct administration of school nutrition programs at the aforementioned levels.

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

School nutrition members whose dues are currently paid or in the grace period, shall be eligible to serve on committees, subject to any additional restrictions in these bylaws.

B. Affiliate Members – Affiliate members are members who choose the option of being nonvoting members. Affiliate members may be school nutrition professionals working less than four hours per day.

C. Supporting Members – Supporting member categories shall consist of:

1. Retired members.
2. Students enrolled in post-secondary food, nutrition, health, or other food related programs.
3. Industry consultants and corporations.
4. International child nutrition individuals.
5. Persons engaged in community nutrition programs and nongovernment organizations committed to furthering school nutrition programs or the goals of the association.
6. Individuals who work in a position closely related to school nutrition including superintendents, principals, teachers, or faculty teaching in a college or university setting.

D. Ownership – School nutrition memberships may be held by an individual or be

47 school district/organization owned. A person shall not concurrently hold both an
48 individual and school district/organization membership. Individual membership is
49 owned by an individual and is not transferable. School district/organization owned
50 members may reserve the right to change to an individual membership at any time if
51 otherwise eligible. School district/organization owned members may be transferred
52 within the categories established by SNA.
53

- 54 E. Dues – Dues shall be established biennially by the board of directors in even-
55 numbered years. State and national membership dues shall be submitted to the
56 national association at its designated location. State dues shall be recorded and
57 remitted to the state association in a timely manner.
- 58 1. Dues may not be increased in a two-year period by more than 10%, rounded to
59 the next dollar amount.
 - 60 2. The board of directors shall provide objective criteria for discounting dues and
61 indicate a specific period of time for any discounts.
62

63 Section 2. Membership: Good Standing, Suspension and Termination

- 64 A. Membership in a chartered affiliate shall be held in the state where the principal
65 place of employment is located.
66
- 67 B. A member shall be considered to be in good standing when payment of all dues and
68 fees is current.
69
- 70 C. The board of directors may suspend, revoke or terminate any membership, privilege
71 of membership, or participation in SNA programs or activities for conduct contrary to
72 the purposes of the association or its policies.
73
- 74 D. All suspension, revocation or termination proceedings shall be conducted in good
75 faith and in a fair, nondiscriminatory and reasonable manner, consistent with
76 applicable law and regulatory requirements for non-profit corporations and the
77 bylaws. The officers and directors shall be entitled to rely on competent expert
78 advice, facts disclosed by investigation, admissions or any other reasonable
79 evidence, but shall not be required to observe particular federal or state rules of
80 evidence or judicial procedures.
81

82 Section 3. Membership Sections

83 The association shall create and define membership sections as deemed necessary by
84 the board of directors based on member needs and the goals and strategic priorities of
85 the Association.
86

87 Section 4. Regions

88 The United States shall be divided into regions to align with the regions promulgated by
89 the United States Department of Agriculture.
90

91 Section 5. Elections and Voting Rights

- 92 A. SNA shall conduct an election annually for elected positions as specified within
93 these bylaws and may conduct special elections as deemed necessary.
94
- 95 B. Officers shall be elected by the membership in conjunction with the election of the
96 board of directors.
97
- 98 C. Terms of office shall begin and end upon installation at the Annual National
99 Conference (ANC). If no ANC is held, the board shall choose a date that
100 approximates the date of that event.
101
- 102 D. Directors and officers shall hold office for their prescribed term and until their
103 successors are duly elected.
104
- 105 E. Voting rights are conferred as follows:
106 1. School Nutrition Members whose dues are currently paid as of the end of the
107 month prior to the election or in the grace period shall be entitled to vote for the
108 election of officers and to vote on any matter submitted to the voting
109 membership, and shall be eligible for nomination to national elected office as
110 allowed by these bylaws.
111 2. Supporting Retired Members whose dues are currently paid as of the end of the
112 month prior to the election or in the grace period shall be entitled to vote for the
113 election of officers and to vote on any matter submitted to the voting
114 membership. Supporting Retired Members shall not be eligible for nomination to
115 national elective office.
116 3. Industry Advisory Council members shall be entitled to vote for the election of the
117 chair of the Industry Advisory Council.
118 4. The director representing school/site nutrition staff will be elected by individuals
119 holding that membership category.
120 5. Except as provided for elsewhere in these Bylaws, Affiliate members and
121 Supporting members shall be non-voting members and are not eligible for
122 nomination to national elective office.
123 6. Members of International Affiliates shall not be entitled to vote in SNA's annual
124 election and are not eligible for nomination to national elective office.
125
- 126 F. Write-in votes shall not be counted.
127
128

129 **ARTICLE II – CHARTERED AFFILIATES**

131 **Section 1. Definition**

132 One affiliate from each state, the District of Columbia, the commonwealth of Puerto
133 Rico, and territories administered by the United States, may be chartered by the board.
134 Each chartered affiliate shall be a separate legal entity from the association. Chartered
135 affiliates shall determine the eligibility requirements for members to serve as officers of
136 the chartered affiliates, so long as those qualifications do not conflict with any SNA
137 governing documents.

138
139 Section 2. Purpose

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

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

153
154 Section 3. Representation

155 Each chartered affiliate shall be entitled to representation in the delegate assembly,
156 provided:

- 157 A. It has signed the State Affiliation Agreement;
- 158
- 159 B. Its articles of incorporation, and/or constitution, and/or bylaws do not conflict with
160 any SNA governing documents;
- 161
- 162 C. It has adopted an annual plan of action consistent with the national plan of action;
163 and
- 164
- 165 D. It is in compliance with relevant federal and state laws.
- 166

167
168 **ARTICLE III - OFFICERS**

169
170 Section 1. Officers

171 The officers shall be the president, president-elect, vice president, secretary/treasurer
172 and chief executive officer.

173 A. President

174 The president shall:

- 175 1. Provide leadership to ensure the strategic direction and values of the association
176 are maintained.
- 177 2. Represent the association before the public as the official representative of the
178 association.
- 179 3. Preside over all meetings of the board and the membership.
- 180 4. Serve and make appointments as required by these bylaws and other governing
181 documents, including serving as ex-officio on all committees and advisory
182 councils except the leadership development committee.
- 183 5. Perform other duties incident to the office of president, whether assigned by the

board or association governing documents.

B. President-elect

The president-elect shall:

1. Perform the duties of president in case of temporary absence or temporary inability to serve.
2. Preside over the delegate assembly.
3. 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.
4. Perform other duties incident to the office of president-elect as assigned by the president, the board or association governing documents.

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.
3. Perform other duties incident to the office of vice president as assigned by the president, the board or association governing documents.

D. Secretary/Treasurer

The secretary/treasurer shall:

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

E. Chief Executive Officer

The chief executive officer shall:

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

Section 2. Eligibility

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

1. Be a member in good standing.
2. Preferably have a Bachelor's degree, but it is not required.

3. Have at least two full years of service on the SNA board of directors and have one year or less remaining in the current term of office.
4. Be regularly employed (a minimum of 130 days during the prior 12 months) in an eligible field.
5. Maintain membership at the time of nomination and election.
6. Be actively working in the school nutrition profession throughout the term.

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

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

Section 3. Term of Office

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

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

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.

Section 4. Succession

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

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

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

Section 5. Vacancy

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

B. President-elect -- in 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 president-elect's original term had the vacancy not occurred.

C. Vice president and secretary/treasurer -- in case of death, resignation or removal of the vice president or secretary/treasurer, the board shall direct the leadership development committee to prepare candidate recommendations for consideration

and vote by the delegate assembly.

ARTICLE IV – BOARD OF DIRECTORS

Section 1. Composition

The board shall be composed of the president, president-elect, vice president, secretary/treasurer, ten directors – one of which is elected from among the members of the school/site nutrition staff category – and the chief executive officer. The term "director" shall include the individual elected from the school/site nutrition staff category, alongside the other directors, in all future references. The Chief Executive Officer shall be a nonvoting member. The board of directors may also invite the School Nutrition Foundation chair and the Industry Advisory Council chair to serve as nonvoting members.

Section 2. Authority

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

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. Perform all duties usually entrusted to officers and directors of the corporation.

Section 3. Meetings

- A. The board shall meet no fewer than three times a year to direct the business of the association. The board shall also meet at the call of the president or upon the request of a majority of members of the board. A majority of the members of the board then in office shall constitute a quorum.
- B. Notice of the time and place of meetings of the board of directors shall be sent electronically to the members of the board, unless extraordinary circumstances dictate otherwise. Notice of special meetings must also include the purpose for which such special meeting is called.
- C. All meetings of the board of directors may be held virtually, provided all persons participating in the meeting can hear and speak to each other at the same time. Actions taken at such meetings shall be of the same force and effect as at a regular meeting authorized by these bylaws.
- D. Any action required or permitted to be taken at a meeting of the board of directors may be taken without a meeting provided that unanimous consent obtained via electronic balloting setting forth the action by each member of the board is filed with the minutes of such meeting.

Section 4. Eligibility

- 322 A. All school nutrition member candidates for election as a director must:
- 323 1. Be a member in good standing.
- 324 2. Have an SNA certificate or be SNA credentialed.
- 325 3. Have service on the board of directors of a chartered affiliate or by serving in a
- 326 national or chartered affiliate volunteer role.
- 327 4. Be regularly employed (a minimum of 130 days during the prior 12 months) in an
- 328 eligible field.
- 329 5. Maintain membership at the time of nomination and election.
- 330
- 331 B. The director representing school/site nutrition staff must be a member of the
- 332 relevant membership category.
- 333

334 Section 5. Terms of Office

- 335 A. SNA directors shall have staggered three-year terms.
- 336
- 337 B. If a change in professional status occurs, the director may complete the term of
- 338 office provided two years of the three-year term have been completed. If less than
- 339 two years are completed, the position shall be filled pursuant to Article IV, Section
- 340 6(A). Vacancies and Removal.
- 341

342 Section 6. Vacancies and Removal

- 343 A. In the case of death, resignation or removal of a director, the delegate assembly
- 344 shall fill the vacancy as soon as possible, either in person or by electronic vote. The
- 345 leadership development committee shall identify and recruit eligible candidates for
- 346 consideration and vote by the delegate assembly.
- 347
- 348 B. Any member of the board of directors may be removed if found in violation of
- 349 conditions required for election, a breach of fundamental principles or rules of the
- 350 association, or failing to work under the framework of the association, in accordance
- 351 with the following:
- 352 1. The board, upon receipt of charges, shall investigate the charges, hold a hearing
- 353 and render a decision. The accused officer or director must be provided with
- 354 advance written notice including the reason for the proposed removal and an
- 355 opportunity to contest the proposed removal in writing or in person at a meeting
- 356 of the board.
- 357 2. In the event that a newly elected, but not yet installed director is charged with
- 358 violating any conditions required for election, a breach of fundamental principles
- 359 or rules of the association or failing to work under the framework of the
- 360 association, the board, upon receipt of charges, shall investigate the charges,
- 361 hold a hearing and then consider whether the violation is cause for
- 362 disqualification as an officer of the association.
- 363 3. A three-quarters vote of the board, with the director proposed to be removed not
- 364 voting, shall be required for removal of an officer or director or disqualification as
- 365 a candidate. Final written notice of the board's decision shall be sent to the
- 366 accused officer or director within 48 hours.
- 367

368 Section 7. Executive Committee

369 A. Composition

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

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

377 B. Responsibilities

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

386 C. Meetings

- 388 1. The executive committee shall meet on the call of the president or on the request
- 389 of any three members of the executive committee. A majority of the members of
- 390 the executive committee then in office shall constitute a quorum.
- 391
- 392 2. Notice of the time and place of meetings of the executive committee shall be sent
- 393 electronically to the members of the executive committee, unless extraordinary
- 394 circumstances dictate otherwise. Notice of special meetings must also include
- 395 the purpose for which such special meeting is called.
- 396
- 397 3. All meetings of the executive committee may be held virtually, provided that all
- 398 persons participating in the meeting can hear and speak to each other at the
- 399 same time. Actions taken at such meetings shall be of the same force and effect
- 400 as at a regular meeting authorized by these bylaws.
- 401
- 402 4. Any action required or permitted to be taken at a meeting of the executive
- 403 committee may be taken without a meeting provided that unanimous consent
- 404 obtained via electronic balloting setting forth the action by each member of the
- 405 executive committee is filed with the minutes of such meeting.

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408 **ARTICLE V –DELEGATE ASSEMBLY**

409
410 **Section 1. Composition**

- 411 A. The delegate assembly shall be composed of delegates representing chartered
- 412 affiliates, the board of directors, the leadership development committee chair, the
- 413 strategic committee chairs, three past national presidents, and the chief executive
- 414 officer, who shall be a nonvoting ex-officio member. Delegates must be school

415 nutrition members or supporting retired members. Each delegate shall be entitled to
416 one vote.

- 417
- 418 B. Each chartered affiliate shall be entitled to elect or appoint a delegate to the
419 delegate assembly for a term commencing August 1 and ending July 31, provided
420 the requirements of the chartered affiliate are met. Chartered affiliates may also
421 designate alternate delegates.
- 422
- 423 C. Official national membership data as of July 31 shall be used to determine delegate
424 representation for each state affiliate. Only eligible delegates shall participate in the
425 delegate assembly. The number of voting delegates for each state affiliate shall be
426 calculated on the following basis:
- 427 1. All states, regardless of membership, shall have two delegates.
 - 428 2. Each state shall have one additional delegate for each 600 members, or a major
429 fraction thereof, in excess of 1,200 members. Only members eligible to vote in
430 the School Nutrition and Supporting retired membership classes shall be counted
431 for purposes of this calculation.
- 432

433 Section 2. Responsibilities

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

454 ARTICLE VI – COMMITTEES AND ADVISORY COUNCILS

455 Section 1. Committees and Advisory Councils

- 456 A. There shall be the following standing committees:
- 457 • Finance
 - 458 • Leadership Development
- 459
- 460

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

499 Section 2. Finance Committee

500 A. Composition

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

- 502 1. The secretary/treasurer, who shall serve as chair.
503 2. The president.
504 3. The president-elect.
505 4. The vice president.
506 5. Two directors elected by the board of directors who have previously served a full

term or who are in the second or third year of their terms, and who are not serving on the executive committee.

6. The chief executive officer, who shall serve as a nonvoting member.

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 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.

5. Review and approve all new non-budgeted financial requests to be brought forth to the board for approval.

C. A majority of the members of the finance committee shall constitute a quorum.

Section 3. Leadership Development Committee

A. The leadership development committee shall be composed of thirteen members: six elected by SNA members, five 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 elected and appointed members shall serve two-year staggered terms.

B. The leadership development committee shall identify and recruit eligible candidates based on their leadership competencies and diversity.

C. If there is no eligible candidate for election to an open position on the leadership development committee following the election, 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.

D. Members of the leadership development committee shall:

1. Be a member in good standing.

2. Have an SNA certificate or be SNA credentialed.

3. Have demonstrated leadership experience by serving on the board of directors of SNA or by serving on a national committee or task force.

4. Be regularly employed (a minimum of 130 days during the prior 12 months) in an eligible field.

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.

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

Section 4. Resolutions and Bylaws Committee

- 553 A. When constituted by the board of directors, the resolutions and bylaws committee
554 shall be composed of one member for each region, one industry member, and the
555 secretary/treasurer who shall chair the committee. The regional members and the
556 industry member shall be appointed by the president-elect and approved by the
557 board for a one-year term commencing upon appointment and concluding upon
558 completion of the committee's charge, unless otherwise determined by the board. If
559 there is no eligible candidate for a regional position by August 1, the position shall be
560 converted to an at large position for that term, and the president-elect shall make the
561 appointment with the approval of the board.
562
- 563 B. The committee shall present proposed bylaws amendments to the delegate
564 assembly and provide recommendations to the board and the membership.
565
- 566 C. The resolutions and bylaws committee shall be responsible for reviewing the
567 governance documents of the association and ensuring that they are maintained and
568 up to date and shall approve the final draft of the bylaws following amendment.
569
570

571 **ARTICLE VII – CERTIFICATE AND CREDENTIALING GOVERNING COUNCIL**

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

581 **ARTICLE VIII – INTERNATIONAL AFFILIATES**

582

583 International associations dedicated to feeding school children may apply to become
584 international affiliates of SNA in their respective nations so long as these affiliates
585 operate in a spirit consistent with these bylaws with regard to classes of membership
586 and eligible fields.
587

588 In order to be a recognized international affiliate, the group must be reviewed and
589 approved by the SNA board of directors. International affiliates will adopt additional
590 bylaws and procedures appropriate to their own circumstances. An international
591 affiliates council will be established to strengthen the bond between the international
592 affiliates and SNA.
593

594 Members of the international affiliates may access member services through SNA's
595 website and receive a discounted SNA member rate on meeting registration fees and
596 SNA products.
597
598

599 **ARTICLE IX – PARLIAMENTARY AUTHORITY**

600
601 The twelfth (12th) edition of *Robert's Rules of Order Newly Revised* shall govern this
602 association in all cases to which they are applicable and in which they are not
603 inconsistent with these bylaws and any special rules the association may adopt.
604

605 When a new edition of the parliamentary authority is published, the board may, by
606 majority vote and after ensuring that they have familiarized themselves with the
607 changes in the new version, update the edition reference in the bylaws. Members shall
608 be notified promptly after the change is made.
609

610 **ARTICLE X - AMENDMENT**

- 611
612
613 A. Submission – amendments to these bylaws shall be proposed in writing no later than
614 120 days prior to the annual delegate meeting by an official request of a state
615 affiliate or a written petition signed by 100 members, or 90 days prior to the annual
616 delegate meeting from an association committee, advisory council, or the board of
617 directors.
618
619 B. Bylaws may only be amended in even numbered years unless proposed by a two-
620 thirds vote of the board of directors.
621
622 C. Amendments to these bylaws shall be adopted by a two-thirds vote at the annual
623 meeting of the delegate assembly, provided that copies of the proposed
624 amendments have been mailed or sent electronically as allowed by law to all
625 members of the delegate assembly at least thirty days prior to the annual delegate
626 meeting.