ARTICLE I – MEMBERSHIP

Section A

Classes of Membership: Membership shall consist of three classes – active, associate, and affiliate. All of these classes shall be members of the National Association. The Board shall set or adopt SNA criteria for these membership classes.

1. Active members shall consist of persons employed in eligible fields.
2. Associate and affiliate members shall be determined by the criteria adopted by SNA.

Section B

Rights and Privileges of Members - All active and associate retired members, whose dues are currently paid, shall be entitled to vote for the election of officers for the coming year and to vote by mail or at the annual conference upon any matter submitted to the voting membership.

1. Active members who cease to be employed in an eligible field may continue as active member for up to one year provided the members do not accept employment in a non-eligible field.
2. Retired members shall have the rights and privileges of active members, provided the members do not become employed in a non-eligible field.
3. All members shall be eligible to attend the meetings of the Executive Board as observers.
4. The newsletter shall be distributed to all members.

Section C

Dues for all membership classes shall be evaluated annually and may be changed by a two-thirds vote of the membership for nonpayment of dues.

Collection Procedures – The annual School Nutrition Association and North Dakota School Nutrition Association dues shall remitted to SNA. SNA will send state dues to the Member Services Chair along with a list of new and current members. Member Services Chair will hand over the check to the Treasurer for deposit.

Discounting Dues – The Board shall provide objective criteria for discounting dues and indicate a specific period of time for the discount.

ARTICLE II – ORGANIZATIONAL STRUCTURE
Section A – Executive Board

The Executive Board shall be the executive body of the Association. The Board shall meet no less than three times a year to conduct and manage the affairs of the Association; formulate and adopt policies, review and act on reports, approve resolutions, adopt the annual budget, conduct the business affairs of the Association, and have other powers and duties specifically provided to the Articles of Incorporation and Bylaws.

1. **Composition** - The Executive Board shall include the President, President Elect, Vice President, Secretary, Treasurer, Education Chair, Member Services Chair, Nominating Chair, Nutrition Standards Chair, Public Policy and Legislation Chair, Newsletter Editor, Awards Chair, Special Events Chair, Ad Hoc Committee Chair, and a non-voting staff member from the Child Nutrition and Food Distribution Programs unit of the Department of Public Instruction and one or two non-voting Industry Representatives.

   Executive Board members must be active or associate retired members. Industry Representatives are exempt from this requirement.

2. **Responsibilities**
   a. Formulates and directs the affairs of the association in accordance with the philosophies, policies, and goals.
   b. Debate and reviews matter of professional interest.
   c. Make general and specific recommendations to the membership.
   d. Adopt a Plan of Action for the ensuing year after the annual National Leadership Conference.
   e. Review reports of chapter affiliates and board members.
   f. Take action on proposed resolutions and amendments to the Bylaws.
   g. Meet at least three times per year at times and locations determined by the President.
   h. Approved the annual budget including, but not limited to, budgets for all state meetings.
   i. Manage and directs all financial affairs and reviews the financial audit of the association.
   j. Authorize persons to sign checks, contracts, and other documents for the association.
   k. Fill vacancies of unexpired terms of Board members by majority vote.
   l. Review and approves the program for the state conference and seminars.
   m. Provide leadership in working with allied associations and groups which share a similar purpose.

3. **Responsibilities of Individual Board Members**
   a. Participate in at least two of the three scheduled board meetings.
   b. Retain a file pertaining to area of board responsibility and pass the file to successor at the
end of term.

4. **Voting**
   a. Each Executive board member is entitled to one vote.
   b. One-third of the voting delegates shall constitute a quorum.

**Section B – Executive Committee**

1. **Composition**
   a. Members shall consist of the President and four additional Board members.

2. **Responsibilities**
   a. Conduct all business referred to it by the board.
   b. Act when time does not practically permit a meeting.
   c. Report all actions taken to the board.

3. **Quorum**
   a. Five persons shall constitute a quorum.

**Section C – Chapter Affiliates**

The state Association shall charter chapter affiliates. Each chapter affiliate is entitled to representation on the board, provided the following conditions are met:

1. A chapter affiliate may establish separate membership dues.

2. Only active members regularly employed by a nonprofit organization in and eligible field and retired members shall be eligible to serve as officers of chapter affiliates.

3. The chapter affiliate president shall be a member of the board, but may be represented by a Chapter delegate at Board meetings.

**Section D – Committees**

1. **Terms:**
   Members shall be appointed by the President for a two-year term unless otherwise specified. The following standing committee chairs shall be appointed in even numbered years: Public Policy and Legislation, Members Services, and Awards. The following standing committee chairs shall be appointed in odd numbered years: Nutrition Standards, Education, Newsletter Editor, Special Events and
2. **Eligibility**
   Member of a committee shall have expertise or interest in the subject area of the committee on which they serve.

3. **Activities**
   The committee shall develop strategies to implement the annual Plan of Action. Committees shall meet at the discretion of the committee chair.

4. **Committee Responsibilities**
   a. **Nominating** – This committee shall be chaired by the immediate past president.
      Responsibilities:
      1. Publish in the fall issue of the newsletter nomination forms for the Vice-Presidency and Secretary or Treasurer as called for.
      2. Publish in the spring issue of the newsletter, biographical information about the candidates and an absentee ballot.
      3. Prepare ballots for the election and distribute and collect the ballots at the annual conference business meeting.
      4. Arrange for a committee to count ballots and report results to the President.
      5. Administer Nominating committee budget.
      6. Review the Association Bylaws and Handbook; make any necessary changes following the proper procedure.
   
   b. **Public Policy and Legislation** – This Chair shall be appointed by the president in even numbered years a two-year term.
      Responsibilities:
      1. Is responsible for keeping members informed on all state and federal legislative developments relating to child nutrition programs.
      2. Distribute pertinent legislative information to NDSNA members and other interested parties through the Association newsletter and other media sources.
      3. Provide testimony at legislative hearings.
      4. Represent NDSNA at the Legislative Action Conference (LAC).
      5. Administer Public Policy and Legislation budget.
   
   c. **Newsletter** – This Chair shall be appointed by the president in odd numbered years and shall serve a two-year term.
      Responsibilities:
      1. Obtain information, edit, and distribute the Association newsletter, Prairie Winds.
      2. Solicit advertising from vendors using the specified form.
      3. Administer Newsletter budget.
   
   d. **Education** – This Chair shall be appointed by the president in odd numbered years and shall serve a two-year term.
      Responsibilities:
      1. Develop ideas and plans for professional growth of the membership subject to the approval of the Board.
      2. Is responsible for the Association certification program.
      3. Provide information regarding certification to the membership during the annual conference and throughout the year as necessary.
      4. Maintain liaison with appropriate professional associations and organizations.
      5. Promote Scholarships available to NDSNA Members from SNA and Industry at the state annual conference.
      6. Administer Education budget.
   
   e. **Member Services** – This chair shall be appointed by the president in even numbered year
and serve a two-year term.

Responsibilities:
1. Review and evaluate membership trends and recommends appropriate action to the Board.
2. Create a calendar of events and promotes membership throughout the year.
3. Review SNA state membership list. Coordinate with Treasurer on the accuracy of funds being received by the Association from national for state membership dues. Hand over check to Treasurer.
4. Coordinate all activities relating to membership acquisition and retention.
5. Administer Member Services budget.

f. **Nutrition Standards** – This chair shall be appointed by the president in odd numbered years and shall serve a two-year term.

Responsibilities:
1. Evaluate and interpret nutrition trends and developments.
2. Recommend nutrition standards for child nutrition programs.
3. Keeps members informed and presents a summary of developments at the annual state conference.
4. Instigate association activities relating to nutrition standards.
5. Administer Nutrition Standards budget.

g. **Awards** – This chair shall be appointed by the president in even numbered years and serve a two-year term.

Responsibilities:
1. Publish in the fall issue of the newsletter, the award fact sheets and accompanying application forms for Louise Sublette Award, Heart of the Program, Member of the Year and any other awards.
2. Administer Awards budget.

h. **Special Events** – This chair shall be appointed by the president in odd numbered years and serve a two-year term.

Responsibilities:
1. Plan and coordinate special events to enhance child nutrition programs and awareness of NDSNA.
2. Provide related information to the membership.
3. Represent NDSNA in a positive manner within our state.
4. Administer Special Events budget.

i. **Industry** – Will be selected by other members of the Executive Board in odd numbered years. Representatives shall serve a two-year term.

Responsibilities:
1. Will serve in an advisory capacity concerning industry related issues.
2. Are not required to be members of NDSNA or SNA.
3. Are non-voting members of the Executive Board.

j. **Ad Hoc Committee** – Designed to expedite the Association business and shall be formed as needed by the president with approval of the Executive Board. The term of each committee shall be decided by the Board. The chair shall be appointed by the President.

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**ARTICLE III – OFFICERS**

**Section A – Elected Officers**
All officers shall hold office until the end of the annual state conference. To be eligible for any state office the member shall.

1. Be regularly employed by a nonprofit organization in an eligible field.

2. Having demonstrated leadership ability by serving on the Board or committee.

3. Offices include:

   1. **President** – Designed to expedite the Association business and shall be formed as needed by the president with approval of the Executive Board. The term of each committee shall be decided by the Board. The chair shall be appointed by the President.

      Responsibilities:
      a. Represent the Association in policy matters and is the chief spokesperson.
      b. Exercise general administrative control over the management of the Association.
      c. Preside at meetings of the Board and annual conference.
      d. Prepare the agenda for Board meetings.
      e. Develop a yearly calendar of events for the Association, which will include all the activities scheduled and the deadline dates.
      f. Develop a Plan of Action in accordance with directives and information received from SNA and directs the implementation.
      g. Appoint committee chairs and provide them with a list of duties.
      h. Assure that all reports requested by SNA are complete.
      i. Create Ad Hoc committees when the need arises and appoint a chairperson.
      j. Is responsible for seeing that all officers and chairs follow through on respective duties.
      k. Attend the annual Legislative Action Conference (LAC) in Washington, DC with Board approval and as funds permit.
      l. Represent the Association at the SNA Annual National Conference with Board approval and as funds permit.
      m. Serve as a delegate in the SNA House of Delegates.

   2. **President Elect** – The President Elect will serve a one-year term after holding the office of Vice President.

      Responsibilities:
      a. Study the duties and responsibilities of the President and actions of the members of the board.
      b. Perform the duties and functions of the President when necessary in the absence of the President.
      c. Represent the Association at the SNA national leadership conference, with Board approval and as funds permit.
      d. Represent the Association at the SNA Annual National Conference with Board approval and as funds permit.
      e. Serve as delegate in the SNA House of Delegates.
      f. Serve as committee chair for NDSNA state conference.

   3. **Vice President** – The Vice President will serve a one-year term.

      Responsibilities:
      a. Study the duties and responsibilities of the President Elect.
      b. Perform the duties and functions of the President Elect whenever necessary in the absence of the President Elect.
      c. Assist the President Elect with NDSNA state conference tasks.
      d. Represent the Association at the SNA national leadership conference, with Board approval and as funds permit.

   4. **Secretary** – The secretary will serve a two-year term and will be elected in even numbered
years.

Responsibilities:
    a. Keep correct and accurate minutes of all meetings of the Executive Board to be retained as permanent record of the Association.
    b. Conduct general correspondence at the request of the President and the Executive Board.
    c. Send minutes and notices of meetings to the Executive Board members.

5. **Treasurer** – The treasurer will serve a two-year term and will be elected in odd numbered years.

    Responsibilities:
    a. Receive, deposit, and disburse all funds of the Association. Invest funds in a beneficial manner.
    b. Keep accurate account of all transactions in a permanent record, belonging to the Association.
    c. Keep the executive Board informed as to the status of the revenues and expenditures through Treasurers reports at each Board meeting.
    d. Coordinate with Membership Chair the accuracy of funds being received by the association from national for state membership dues.
    e. Arrange for a yearly audit and have all records available as needed.
    f. Purchase a Past Presidents Pin and have it available for the installation of officers at each Annual Conference.
    g. Two signatures will be required on all checks – The Treasurer and the current President.
    h. Checks may be signed by a Board Member other then the President, with the verbal agreement from the President, in situations that require checks be issued immediately.

**Section B – Election**

Election of Association of officers will be conducted at the annual conference.

**ARTICLE IV – MEETINGS**

**Section A – Type of Meeting**

1. **State Conference** – There shall be an Annual State Conference with the date and place determined by the Board. Notice will be sent to the membership through the Newsletter and include date, place, time of the event and a registration form.

2. **Executive Board** – there shall be at least three (3) board meetings per year, one of which is scheduled immediately before and after the Annual State Conference. Additional meetings may be called by the President.

3. **Special Meetings** – Special meetings and seminars may be called or approved by the Board.

**Section B – Expenses**

1. The Board shall adapt State of North Dakota guidelines and procedures for reimbursement and expenditures by the members who travel in-state and out-of-state on official Association business. Reimbursement will not be paid for travel to committee
meetings. Reimbursements will be paid for travel to committee meetings as approved in the Plan of Action or by the Board.

2. Travel to ANC, LAC, Leadership, and neighboring states and other conferences will be paid with Board approval and as funds permit.

**ARTICLE V – PUBLICATION**

**Section A – The Prairie Winds**

This shall be the official journal of the association.

**Section B – Other Publication**

The Board shall authorize and establish procedures for other publications as needed.

**ARTICLE VI – PARLIAMENTARY AUTHORITY**

Subject to the final ruling of the President Officer, the Articles of Incorporation, and these Bylaws, meetings shall be governed by *Robert's Rules* – Standard Code of Parliamentary Procedure, latest revised edition.

**Section A – Method of Proposal**

Amendments to these Bylaws may be proposed in writing no later then 90 days prior to the Annual State Conference in any one the following ways:

1. At the official request of a chapter affiliates.
2. By the majority vote of the Board.
3. At the official request of Association committees.
4. By written petition signed by 100 or more members.

**Section B – Procedure, Bylaw Amendments**

Amendments may be adopted by a two-thirds vote at the annual meeting or by a two-thirds mail vote returned.

1. Provided the President receives the amendments in writing postmarked no later than 90 days prior to the Annual State Conference. Provided copies of the proposed amendments have been mailed to all members through publication in the newsletter by direct mail at least thirty days prior to the Annual State Conference or deadline for casting a mail vote.

**Section C – Procedure, Resolutions**

1. All proposed resolutions to be considered at the Annual state Conference shall be submitted to
the President in writing, postmarked no later than 90 days prior to the Annual State Conference.

2. The Executive Board will review and validate proposed resolutions.

3. The President will assure that the final draft is mailed to all members thirty days prior to the Annual State Conference.

4. Adoption of proposed resolutions shall require a simple majority vote of the members.

5. Resolutions, which are in conflict with the Bylaws, will not be presented to the membership.