

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
17 Eligible fields shall be defined as:

- 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 of the month prior
26 to the election or in the grace period shall be entitled to vote for the election of
27 officers and to vote on any matter submitted to the voting membership, shall be
28 eligible to serve on committees subject to any additional restrictions in these bylaws,
29 and shall be eligible for nomination to national elected office as allowed by these
30 bylaws.

- 31
32 B. Affiliate members – Affiliate members are members who choose the option of being
33 nonvoting supporter members. Affiliate members may be school nutrition employees
34 working less than four hours per day or retired members. Affiliate members shall not
35 be eligible for nomination to national elective office.

- 36
37 C. Associate members – Associate member categories shall consist of:

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

47
48 Associate retired members whose dues are currently paid as of the end of the month
49 prior to the election or in the grace period shall be entitled to vote for the election of
50 officers and to vote on any matter submitted to the voting membership.

51
52 Associate members in the student, international and “other” categories shall be non-
53 voting members, and are not eligible for nomination to national elective office.

54
55 Industry advisory council members, industry consultant members, and the two
56 designated representatives of each corporate member shall be entitled to vote for
57 the election of the chair of the industry advisory council.

58
59 D. Ownership – School nutrition memberships may be held by an individual or be
60 school district/organization owned. A person shall not concurrently hold both an
61 individual and school district/organization membership. Individual membership is
62 owned by an individual and is not transferable. School district/organization owned
63 members may reserve the right to change to an individual membership at any time if
64 otherwise eligible. School district/organization owned members may be transferred
65 within the following membership categories: employees, managers, supervisors/
66 directors/specialists, or educators employed in eligible fields.

67
68 E. Dues – Dues shall be established biennially by the board of directors in even-
69 numbered years. State and national membership dues shall be submitted to the
70 national association at its designated location. State dues shall be recorded and
71 remitted to the state association in a timely manner.
72 1. Dues may not be increased in a two-year period by more than 10%, rounded to
73 the next dollar amount.
74 2. The board of directors shall provide objective criteria for discounting dues and
75 indicate a specific period of time for any discounts.

76
77 Section 2. Membership: Good Standing, Suspension and Termination

78 A. Membership in a chartered affiliate shall be held in the state where the principle
79 place of employment is located.

80
81 B. A member shall be considered to be in good standing when payment of all dues and
82 fees is current.

83
84 C. The board of directors may suspend, revoke or terminate any membership, privilege
85 of membership, or participation in SNA programs or activities for conduct contrary to
86 the purposes of the association or its policies.

87
88 D. All suspension, revocation or termination proceedings shall be conducted in good
89 faith and in a fair, nondiscriminatory and reasonable manner, consistent with
90 applicable law and regulatory requirements for non-profit corporations and the
91 bylaws. The officers and directors shall be entitled to rely on competent expert
92 advice, facts disclosed by investigation, admissions or any other reasonable

93 evidence, but shall not be required to observe particular federal or state rules of
94 evidence or judicial procedures.

95
96 Section 3. Membership Sections

97 The association shall have membership sections identified by responsibilities/positions
98 in school nutrition program operations. Members of sections shall be school nutrition
99 employees/managers, state agency, district directors/supervisors and specialists,
100 college personnel, and major city directors/supervisors and specialists, which shall be
101 defined as those cities having a population of 200,000 or more or a school population
102 of 40,000 or more in all sponsored programs. Chairs of membership sections shall be
103 appointed by the president-elect and approved by the board of directors for two-year
104 staggered terms, except that the school nutrition employee/managers section chair
105 shall be elected by the members of that section. The membership section chairs shall
106 provide input regarding program activities and member needs, on an as-needed basis.
107

108 Section 4. Regions

109 The United States shall be divided into regions to align with the regions promulgated by
110 the United States Department of Agriculture.
111

112
113 **ARTICLE II – CHARTERED AFFILIATES**
114

115 Section 1. Definition

116 One affiliate from each state, the District of Columbia, the commonwealth of Puerto
117 Rico, and territories administered by the United States, may be chartered by the board.
118 Each chartered affiliate shall be a separate legal entity from the association. Chartered
119 affiliates shall determine the eligibility requirements for members to serve as officers of
120 the chartered affiliates, so long as those qualifications do not conflict with any SNA
121 governing documents.
122

123 Section 2. Purpose

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

- 126 • Advancing and promoting the mission of the national association.
- 127 • Introducing school nutrition professionals to the national association, serving as a
128 source of new members.
- 129 • Serving as a communication portal between the national association and
130 individual members.
- 131 • Providing a pool of future school nutrition leaders for the professional
132 association.
- 133 • Promoting opportunities to focus on current state and national school nutrition
134 issues of importance to individual members.
- 135 • Providing opportunities for the enhancement of professional and personal
136 development of its members.
137

138 Section 3. Representation

139 Each chartered affiliate shall be entitled to representation in the delegate assembly,
140 provided that it has:

- 141 A. signed the State Affiliation Agreement;
- 142 B. its articles of incorporation, and/or constitution, and/or bylaws do not conflict with
143 any SNA governing documents;
- 144 C. adopted an annual plan of action consistent with the national plan of action; and
- 145 D. is in compliance with relevant federal and state laws.

146

147

148

ARTICLE III - OFFICERS

149

150 Section 1. Officers

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

153 A. President

154 The president shall:

- 155 1. Provide leadership to ensure the strategic direction and values of the association
156 are maintained;
- 157 2. Represent the association before the public as the official representative of the
158 association;
- 159 3. Preside over all meetings of the board and the membership;
- 160 4. Serve and make appointments as required by these bylaws and other governing
161 documents, including serving as ex-officio on all committees and advisory
162 councils except the leadership development committee;
- 163 5. Perform other duties incident to the office of president, whether assigned by the
164 board or association governing documents.

165

166 B. President-elect

167 The president-elect shall:

- 168 1. Perform the duties of president in case of temporary absence or temporary
169 inability to serve;
- 170 2. Preside over the delegate assembly;
- 171 3. Serve and make appointments as required by these bylaws and other governing
172 documents including recommending for board approval the appointment of
173 incoming members of committees and advisory councils to fill applicable expiring
174 terms;
- 175 4. Perform other duties incident to the office of president-elect as assigned by the
176 president, the board or association governing documents.

177

178 C. Vice President

179 The vice president shall:

- 180 1. Perform the duties of the president-elect in the president-elect's temporary
181 absence;
- 182 2. Serve as required by these bylaws and other association governing documents;
- 183 3. Perform other duties incident to the office of vice president as assigned by the

184 president, the board or association governing documents.

185

186 D. Secretary/Treasurer

187 The secretary/treasurer shall:

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

197

198 E. Chief Executive Officer

199 The chief executive officer shall:

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

205

206 Section 2. Eligibility

207 A. All school nutrition member candidates for election as an officer must:

- 208 1. Be a member in good standing;
- 209 2. Have an SNA certificate or be SNA credentialed;
- 210 3. Have at least two full years of service on the SNA board of directors, and have
- 211 one year or less remaining in the current term of office;
- 212 4. Be regularly employed (a minimum of 130 days during the prior 12 months) in an
- 213 eligible field;
- 214 5. Maintain membership at the time of nomination and election.

215

216 B. The president, president-elect, and vice president shall have:

- 217 • a minimum of a bachelor's degree;
- 218 • the School Nutrition Specialist credential;
- 219 • served on the SNA board; and
- 220 • must be actively working in the school nutrition profession throughout the term.

221

222 C. The secretary/treasurer shall have working knowledge of finance and budgeting and

223 must be actively working in the school nutrition profession throughout the term.

224

225 Section 3. Election and Term of Office

226 A. Officers shall be elected by the membership in conjunction with the election of the

227 board of directors. Write-in votes shall not be counted.

228

229 B. The term of office for the president, president-elect, and vice president shall be for

230 one year, beginning and ending upon installation at the annual national conference.
231 The secretary/treasurer shall be elected in even-numbered years to serve a two-year
232 term, beginning and ending upon installation at the annual national conference. If no
233 annual national conference is held, the board shall choose a date that approximates
234 the date of that event.

235
236 C. An officer may not serve more than one term in each office. Time spent filling a
237 vacancy shall not be counted as a term.

238
239 Section 4. Succession

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

243
244 B. Upon completion of the term of office, the president-elect shall automatically
245 succeed to the office of the president.

246
247 C. Upon completion of the term of office, the vice president shall automatically succeed
248 to the office of president-elect.

249
250 Section 5. Vacancy

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

254
255 B. President-elect -- in case of death, resignation or removal of the president-elect, the
256 vice president shall succeed to the office of president-elect for the remainder of the
257 term, followed by the president-elect's original term had the vacancy not occurred.

258
259 C. Vice President and Secretary/Treasurer -- in case of death, resignation or removal of
260 the vice president or secretary/treasurer, the board shall direct the leadership
261 development committee to prepare candidate recommendations for consideration
262 and vote by the delegate assembly.

263

264

265

266

ARTICLE IV – BOARD OF DIRECTORS

267 Section 1. Composition

268 The board shall be composed of the president, president-elect, vice president,
269 secretary/treasurer, ten directors – one of which is elected from the school nutrition
270 employee/manager section – and the chief executive officer. The Chief Executive
271 Officer shall be a nonvoting member. The board of directors may also invite the School
272 Nutrition Foundation chair and the Industry Advisory Council Chair to serve as
273 nonvoting members.

274

275 Section 2. Authority

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

- 278 1. Provide strategic direction for SNA;
- 279 2. Comply with fiduciary obligations of care, loyalty and obedience;
- 280 3. Oversee SNA's business and financial affairs;
- 281 4. Select and appoint the chief executive officer;
- 282 5. Perform all duties usually entrusted to officers and directors of the corporation.

283

284 Section 3. Meetings

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

289

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

294

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

299

300 D. Any action required or permitted to be taken at a meeting of the board of directors
301 may be taken without a meeting provided that unanimous consent obtained via
302 electronic balloting setting forth the action by each member of the board is filed with
303 the minutes of such meeting.

304

305 Section 4. Eligibility

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

307

- 308 1. Be a member in good standing;
- 309 2. Have an SNA certificate or be SNA credentialed;
- 310 3. Have service on the board of directors of a chartered affiliate or by serving in a
national or chartered affiliate volunteer role;
- 311 4. Be regularly employed (a minimum of 130 days during the prior 12 months) in an
312 eligible field;
- 313 5. Maintain membership at the time of nomination and election. If a change in
314 professional status occurs, a director may complete the term of office provided
315 two years of the three-year term has been completed.

316

317 B. The school nutrition employee/manager section director must be a member of his or
318 her respective membership section.

319

320 C. The Industry Advisory Council Chair must be a member of the applicable
321 membership section. If a change in professional status occurs, the Industry Advisory

322 Council Chair may complete the term of office provided one year of the two-year
323 term has been completed. If less than one year has been completed, the position
324 shall be filled pursuant to Section 6(A). Vacancies and Removal.
325

326 Section 5. Election and Terms of Office

327 SNA directors shall be elected by the membership for staggered three-year terms. The
328 Director elected from the School Nutrition Employee/Manager Section shall be elected
329 every third year.
330

331 Section 6. Vacancies and Removal

332 A. In the case of death, resignation or removal of a director, the delegate assembly
333 shall fill the vacancy as soon as possible, either in person or by electronic vote. The
334 leadership development committee shall identify and recruit eligible candidates for
335 consideration and vote by the delegate assembly.
336

337 B. Any member of the board of directors may be removed if found in violation of
338 conditions required for election, a breach of fundamental principles or rules of the
339 association, or failing to work under the framework of the association, in accordance
340 with the following:

- 341 1. The board, upon receipt of charges, shall investigate the charges, hold a hearing
342 and render a decision. The accused officer or director must be provided with
343 advance written notice including the reason for the proposed removal and an
344 opportunity to contest the proposed removal in writing or in person at a meeting
345 of the board.
- 346 2. In the event that a newly elected, but not yet installed director is charged with
347 violating any conditions required for election, a breach of fundamental principles
348 or rules of the association or failing to work under the framework of the
349 association, the board, upon receipt of charges, shall investigate the charges,
350 hold a hearing and then consider whether the violation is cause for
351 disqualification as an officer of the association.
- 352 3. A three-quarters vote of the board, with the director proposed to be removed not
353 voting, shall be required for removal of an officer or director or disqualification as
354 a candidate. Final written notice of the board's decision shall be sent to the
355 accused officer or director within 48 hours.
356

357 Section 7. Executive Committee

358 A. Composition

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

- 360 1. The president, who shall serve as chair;
- 361 2. The president-elect, vice president, and secretary/treasurer;
- 362 3. Two directors in the second or third year of their terms as directors or who have
363 previously served a full term on the board and who are not serving on the finance
364 committee, elected by the board of directors;
- 365 4. The chief executive officer, who shall serve as a nonvoting member.
366

367 B. Responsibilities

- 368 1. The executive committee shall assist the board in managing SNA on issues that

369 are time sensitive between official board meetings and, in such cases, shall have
370 the authority of the board provided that the executive committee does not alter or
371 act contrary to established board policies. The executive committee shall also
372 carry out tasks referred to it by the board.

373 2. Actions of the executive committee shall be communicated to the board at the
374 next board meeting.

375
376 C. Meetings

377 1. The executive committee shall meet on the call of the president or on the request
378 of any three members of the executive committee. A majority of the members of
379 the executive committee then in office shall constitute a quorum.

380
381 2. Notice of the time and place of meetings of the executive committee shall be sent
382 electronically to the members of the executive committee, unless extraordinary
383 circumstances dictate otherwise. Notice of special meetings must also include
384 the purpose for which such special meeting is called.

385
386 3. All meetings of the executive committee may be held virtually, provided that all
387 persons participating in the meeting can hear and speak to each other at the
388 same time. Actions taken at such meetings shall be of the same force and effect
389 as at a regular meeting authorized by these bylaws.

390
391 4. Any action required or permitted to be taken at a meeting of the executive
392 committee may be taken without a meeting provided that unanimous consent
393 obtained via electronic balloting setting forth the action by each member of the
394 executive committee is filed with the minutes of such meeting.

395
396

397 **ARTICLE V –DELEGATE ASSEMBLY**

398
399 **Section 1. Composition**

400 A. The delegate assembly shall be composed of delegates representing chartered
401 affiliates, the board of directors, the leadership development committee chair, the
402 strategic committee chairs, three past national presidents, and the chief executive
403 officer, who shall be a nonvoting ex-officio member. Delegates must be school
404 nutrition members or associate retired members. Each delegate shall be entitled to
405 one vote.

406
407 B. Each chartered affiliate shall be entitled to elect or appoint a delegate to the
408 delegate assembly for a term commencing August 1 and ending July 31, provided
409 the requirements of the chartered affiliate are met. Chartered affiliates may also
410 designate alternate delegates.

411
412 C. Official national membership data as of May 31 shall be used to determine delegate
413 representation for each state affiliate. Only eligible delegates shall participate in the
414 delegate assembly. The number of voting delegates for each state affiliate shall be

- 415 calculated on the following basis:
- 416 1. All states, regardless of membership, shall have two delegates.
 - 417 2. Each state shall have one additional delegate for each 600 members, or a major
 - 418 fraction thereof, in excess of 1,200 members. Only members eligible to vote in
 - 419 the school nutrition and associate retired membership classes shall be counted
 - 420 for purposes of this calculation.

421

422 Section 2. Responsibilities

- 423 A. The delegate assembly shall be a deliberative body that identifies issues, trends and
- 424 areas of concern for the board of directors, and shall respond to requests for input
- 425 from the president throughout the year on an as-needed basis. There shall be a
- 426 meeting of the delegate assembly held annually, and at other times by other
- 427 methods, including electronically, as allowed by law and as called by the board of
- 428 directors. Delegates shall provide insight and perceptions about child nutrition
- 429 program issues, the school nutrition profession and SNA. The delegate assembly
- 430 may put forward recommendations and amendments to the articles of incorporation
- 431 and bylaws. One-third of the voting delegates shall constitute a quorum.
- 432
- 433 B The delegate assembly shall:
- 434 1. Adopt and amend the bylaws and articles of incorporation;
 - 435 2. Fill vacancies as required by these bylaws;
 - 436 3. Debate and review position statements regarding child nutrition, the profession
 - 437 and organization;
 - 438 4. Act as a liaison and communicate actions/activities including the strategic plan
 - 439 and the annual plan of action to its state affiliate constituencies;
 - 440 5. Provide input to the board of directors and strategic planning committee on
 - 441 mission, vision, values and goals.
- 442
- 443

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

445

446 Section 1. Committees and Advisory Councils

- 447 A. There shall be the following standing committees:
- 448 Finance
- 449 Leadership Development
- 450 Resolutions and Bylaws
- 451
- 452 B. Strategic committees shall be created and disbanded as deemed necessary by the
- 453 board of directors based on the goals and priorities of the Association’s strategic
- 454 plan. The board shall report annually to the delegate assembly on the strategic
- 455 committees.
- 456
- 457 C. There shall be the following advisory councils:
- 458 Industry
- 459 State Agency
- 460

- 461 D. Only school nutrition members may serve as chair of a standing or strategic
462 committee or advisory council, except for the industry advisory council. School
463 nutrition members and industry members are eligible for appointment to standing or
464 strategic committees or advisory councils. Only school nutrition members are
465 required to have an SNA certificate or be SNA credentialed.
466
- 467 E. No member shall serve on more than one standing or strategic committee at the
468 same time, with the exception of the Secretary-Treasurer, who shall chair the
469 finance committee and the resolutions and bylaws committee.
470
- 471 F. No member shall serve for more than two consecutive terms on the same standing
472 or strategic committee without the express approval of the SNA board.
473
- 474 G. The President, if requested by the committee chair, shall recommend to the board
475 the removal of a committee member who has had two or more unexcused absences
476 within one year. A new committee member may be appointed to fill the vacancy.
477

478 Section 2. Finance Committee

479 A. Composition

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

- 481 1. The secretary/treasurer, who shall serve as chair;
- 482 2. The president;
- 483 3. The president-elect;
- 484 4. The vice president;
- 485 5. Two directors elected by the board of directors who have previously served a full
486 term or who are in the second or third year of their terms, and who are not
487 serving on the executive committee;
- 488 6. The chief executive officer, who shall serve as a nonvoting member.
489

490 B. Responsibilities – The finance committee shall:

- 491 1. Review and approve the proposed annual budget to be brought forth to the board
492 for approval;
- 493 2. Review the financial status of the association throughout the year;
- 494 3. Review and update SNA's investment policy for board approval;
- 495 4. Review SNA's long and short-term investments on a regular basis;
- 496 5. Review and approve all new non-budgeted financial requests to be brought forth
497 to the board for approval.
498

499 C. A majority of the members of the finance committee shall constitute a quorum. 500

501 Section 3. Leadership Development Committee

- ### 502 A. The leadership development committee shall be composed of eleven members: 503 seven elected regional members elected by and from the SNA regions, two at large 504 members appointed by the president-elect and approved by the board, and the two 505 most recent past presidents serving as nonvoting ex-officio members. The second 506 most recent past president shall serve as chair. The regional and the at large

- 507 members shall serve two-year staggered terms.
508
509 B. The leadership development committee shall identify and recruit eligible candidates
510 based on their leadership competencies and diversity.
511
512 C. If there is no eligible candidate for election to a region position on the leadership
513 development committee by March 1, the position shall be converted to an at large
514 position for that term and the president-elect shall make the appointment with the
515 approval of the board.
516
517 D. Members of the leadership development committee shall:
518 1. Be a member in good standing;
519 2. Have an SNA certificate or be SNA credentialed;
520 3. Have demonstrated leadership experience by serving on the board of directors of
521 SNA or by serving on a national committee or task force;
522 4. Be regularly employed (a minimum of 130 days during the prior 12 months) in an
523 eligible field;
524 5. Maintain membership at the time of nomination and election. If a change in
525 professional status occurs, they shall complete their term of office provided one
526 year of their term has been completed.
527
528 E. In case of death, resignation, or removal of a leadership development committee
529 member, the board shall request the remaining leadership development committee
530 members to provide a candidate recommendation for board approval.
531

532 Section 4. Resolutions and Bylaws Committee

- 533 A. The resolutions and bylaws committee shall be composed of seven regional
534 members, one industry member, and the secretary/treasurer who shall chair the
535 committee. The regional members and the industry member shall be appointed by
536 the president-elect and approved by the board for two-year staggered terms. If there
537 is no eligible candidate for a region position on the resolutions and bylaws
538 committee by August 1, the position shall be converted to an at large position for that
539 term and the president-elect shall make the appointment with the approval of the
540 board.
541
542 B. The committee shall present proposed bylaws amendments to the delegate
543 assembly, and provide recommendations to the board and the membership.
544
545 C. The resolutions and bylaws committee shall be responsible for reviewing the
546 governance documents of the association and ensuring that they are maintained and
547 up to date, and shall approve the final draft of the bylaws following amendment.
548

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

550
551
552 There shall be a certificate and credentialing governing council, which shall be

553 autonomous and shall develop eligibility standards, rules for the development,
554 administration, and scoring of the assessment instruments and operation processes for
555 the certificate and credentialing programs. The certificate and credentialing governing
556 council shall not be responsible for accreditation of individual education or training
557 programs or courses of study.

558 559 560 **ARTICLE VIII – INTERNATIONAL AFFILIATES**

561
562 International associations dedicated to feeding school children may apply to become
563 international affiliates of SNA in their respective nations so long as these affiliates
564 operate in a spirit consistent with these bylaws with regard to classes of membership
565 and eligible fields.

566
567 In order to be a recognized international affiliate, the group must be reviewed and
568 approved by the SNA board of directors. International affiliates will adopt additional
569 bylaws and procedures appropriate to their own circumstances. An international
570 affiliates council will be established to strengthen the bond between the international
571 affiliates and SNA.

572
573 Members of the international affiliates shall not be entitled to vote in SNA’s annual
574 election, but may access member services through SNA’s web site and receive the
575 discounted SNA member rate on meeting registration fees and SNA products.

576 577 578 **ARTICLE IX – PARLIAMENTARY AUTHORITY**

579
580 The twelfth (12th) edition of *Robert’s Rules of Order Newly Revised* shall govern this
581 association in all cases to which they are applicable and in which they are not
582 inconsistent with these bylaws and any special rules the association may adopt.

583
584 When a new edition of the parliamentary authority is published, the board may, by
585 majority vote and after ensuring that they have familiarized themselves with the
586 changes in the new version, update the edition reference in the bylaws. Members shall
587 be notified promptly after the change is made.

588 589 590 **ARTICLE X - AMENDMENT**

591
592 A. Submission – amendments to these bylaws shall be proposed in writing no later than
593 120 days prior to the annual delegate meeting by an official request of a state
594 affiliate or a written petition signed by 100 members, or 90 days prior to the annual
595 delegate meeting from an association committee, advisory council, or the board of
596 directors.

597
598 B Bylaws may only be amended in even numbered years unless proposed by a two-

599 thirds vote of the board of directors.

600

601 C. Amendments to these bylaws shall be adopted by a two thirds vote at the annual
602 meeting of the delegate assembly, provided that copies of the proposed
603 amendments have been mailed or sent electronically as allowed by law to all
604 members of the delegate assembly at least thirty days prior to the annual delegate
605 meeting.