

ALABAMA SCHOOL NUTRITION ASSOCIATION BYLAWS

ARTICLE I

Name

The name of this organization shall be the **Alabama School Nutrition Association**, which is an incorporated, nonprofit association, hereinafter referred to as the Association. Alabama School Nutrition Association is a 501 (c) (6) corporation chartered in the State of Alabama and is a chartered affiliate of the School Nutrition Association, Inc. (SNA) and bound by the SNA state affiliate agreement and the SNA bylaws.

ARTICLE II

Membership

Section A. Classes of membership.

There shall be the following categories of membership:

- A. School nutrition members – School nutrition members shall consist of employees, managers, supervisors/directors and specialists, and educators in eligible fields as defined by SNA. School nutrition members who hold individual memberships and cease to be employed in an eligible field may continue their membership until their renewal date.
- B. Affiliate members – Affiliate members are members who choose the option of being nonvoting supporter members. Affiliate members may be school nutrition employees working less than four hours per day or retired members.
- C. Associate members – Associate member categories shall consist of retired members, students enrolled in postsecondary food, nutrition, health or other food related programs, industry consultants, corporations, international child nutrition individuals and other individuals and nongovernment organizations committed to furthering the goals of the association.
 - i. Industry Membership – Industry personnel may be members of Alabama School Nutrition Association as a patron or non-patron.
- D. Ownership – School nutrition memberships may be held by an individual or be school district/organization owned. A person shall not concurrently hold both an individual and school district/organization membership. Individual membership is owned by an individual and is not transferable. School district/organization owned members may reserve the right to change to an individual membership at any time if otherwise eligible. School district/organization owned members may be transferred within the following membership

categories: employees, managers, supervisors/ directors/specialists, or educators employed in eligible fields as defined by SNA.

Section B. Dues.

1. Until such time as dues are changed by the House of Delegates, State dues to be determined by the Executive Board. Twenty-five percent (25%) of each member's state dues shall be set aside by the Treasurer for the appropriate region.
2. Dues for industry memberships shall be determined by the Executive Committee.
3. Collection Procedure.
 - a. Dues for all members shall be submitted to the **School Nutrition Association's** National Office. Dues for Industry Medal Members will be paid for a calendar year, billed by the Treasurer, and paid directly to the Treasurer.

Section C. Rights and Privileges of Membership.

All Individual and School District owned members

1. whose dues are currently paid **(or within grace period)** by **the end of the month prior to election**, shall be entitled to vote for the election of officers and to vote on any matter submitted to the voting membership.
2. shall be eligible for nomination to state elected office as specified in Article V, Section B
3. shall be eligible to attend the meetings of the House of Delegates as observers.
4. shall not hold both an individual and School District Owned membership concurrently
5. Exceptions
 - a. Individual Membership
 - i. Members who cease to be employed in an eligible field as defined by SNA may continue their membership until their renewal date
 - b. School District Owned Membership
 - i. Reserve the right to change to individual membership at any time
 - c. Associate Affiliate, and Industry Membership
 - i. Shall not be eligible for nomination to state elective office
 - ii. Shall be non-voting members, except that associate industry members may vote for an industry-specific position on the Board of Directors.

Section D. Membership Expulsion.

1. Suspension or revocation of membership or privileges of membership for cause:
In accordance with the mission and vision of ASNA, and its responsibilities to its members and the public, and by a two-thirds vote, the Executive Board may suspend, revoke or terminate any membership, and privilege or membership or any participation in ASNA programs or activities for conduct which is contrary to the purposes of the Association, or in conflict with its policies. Any proceeding for suspension, revocation or termination of membership,

privileges or membership or participation in ASNA activities shall be conducted in good faith and in a fair, nondiscriminatory and reasonable manner, consistent with applicable law and regulatory requirements for non-profit corporations and the bylaws. In taking any action authorized by this provision, the officers shall be entitled to rely on competent expert advice, facts disclosed by investigation, admissions or any other reasonable evidence, but shall not be required to observe particular federal or state rules of evidence or judicial procedures; however, any such proceeding shall include the opportunity for the member to speak on his or her behalf.

ARTICLE III

Organizational Structure

Section A. House of Delegates. The House of Delegates ("House") shall be the legislative body of the Association.

1. Composition.

- a. The voting delegates shall include the elected officers, the Regional Directors, the At-Large Director, the standing committee chairmen, the five immediate Past Presidents, and delegates from the regions to be based on region membership.
- b. Each voting delegate must be an active member of the Association.
- c. Each elected delegate to the House of Delegates shall serve for a term commencing with the seating of the delegates at the annual meeting of the House and ending 24 hours prior to next annual meeting of the House, provided delegate eligibility requirements are met.
- d. The immediate Past President shall serve as Chairman of the House of Delegates and will appoint a Parliamentarian for the House of Delegates.

2. Responsibilities.

- a. Formulates the philosophies and goals of the Association.
- b. Debates and reviews matters of professional interest to the Executive Board.
- c. Makes general and specific recommendations to the Executive Board.
- d. Reviews reports of the Executive Board members and committee chairmen.
- e. Takes action on proposed resolutions and amendments to the Bylaws.

3. Voting.

- a. All voting delegates must be certified by the Chairman of the House. Each Delegate may cast only one vote.

- b. A majority vote of the certified delegates seated is required for all voting except for amending the Bylaws and changing the membership dues.
- 4. Quorum.
 - a. Two-thirds (2/3) of the total number of certified delegates shall constitute a quorum.
- 5. District Delegate Representation.
 - a. District Delegates shall be based on the number of members in each district using the follow formula:
 - i. 1-50 members = 1 delegate (Region Director or designee)
 - ii. 51-100 members = 2 delegates (Region Director or designee and one elected delegate)
 - iii. 101 plus members = 2 delegates (Region Director or designee and one elected delegate) plus one delegate nominated by the region for each 50 members or fraction thereof above 100
 - b. At least **60 days** prior to the annual conference, the Membership Chairman or Designee will use the official membership record provided to the Nominating Committee and will send notices to the Chairman of the House and the Regional Directors stating the number of members in each region.
 - c. The Chairman of the House will use the official membership record to determine the number of delegates for each region. At least **45 days** prior to the annual conference, the Chairman of the House will notify each Regional Directors of the number of delegates in their region.
 - d. At least **30 days** prior to the annual conference, the Regional Directors will provide the Chairman of the House a list of the names and mailing addresses or email of members elected or designated by position to serve as certified delegate(s) from the region.

Section B. Executive Director. The Executive Director, hereinafter referred to as the Director, shall be the management leader of the Association and provide continuity of leadership from year to year. The Director shall work with the Executive Board in order to fulfill the organization's on-going mission. The Director shall be responsible for communicating effectively with the Executive Board and providing, in a timely and accurate manner, all information necessary for the Executive Board to function properly and to make informed decisions. The Director reports directly to the Executive Board. The Director shall have no voting privileges on Executive Committee matters.

Section C. Executive Board. The Executive Board, hereinafter referred to as the Board, shall be the executive body of the Association. The Board shall formulate policies between meetings of the House; adopt the annual budget; receive and/or act on reports; approve resolutions; conduct the business affairs and have all other powers and duties specifically provided to it by the Bylaws-

- 1. Composition.

- a. Voting members of the Executive Board shall include the elected officers.
- b. The State Director, the State Administrator of Child Nutrition Programs, Treasurer, and Executive Director shall serve as Advisors to the Association and be non-voting, ex-officio members of the Board.
- c. All members of the Board shall be members of the **Alabama School Nutrition Association** and the **School Nutrition Association**.

2. Responsibilities.

- a. Direct Association affairs in accordance with the philosophies, general policies, and goals adopted by the House.
- b. Consider general and specific recommendations made by the House.
- c. Appoint persons and/or employ persons to act on behalf of the Association and define their specific responsibilities.
- d. Adopt the annual budget for the Association, including but not limited to, the budgets for all state meetings of the Association.
- e. Manage and direct the financial affairs of the Association. Approve the investment of the Association's money. Approve the fiscal year. Fiscal year shall be August 1 through July 31.
- f. Authorize persons to sign checks, contracts, and other documents on behalf of the Association. Arrange for bonding such persons, as it may deem necessary to manage the funds of the Association.
- g. Approve organizational structure and job descriptions for all members of the Executive Board.
- h. Approve all committee appointments.
- i. Fill vacancies of unexpired terms of Executive board members unless otherwise specified.
- j. Review and approve the program for all state conferences and seminars.
- k. Adopt a Plan of Action each year consistent with **School Nutrition Association** plan of action for the ensuing year.
- l. Recommend positions and policies to the House.
- m. Provide leadership in working with allied associations and groups, which share a similar purpose.
- n. Establish criteria and approve membership for honorary members.
- o. Approve any joint venture with other organizations for the purposes of holding a Food Nutrition Exposition. Designate appropriate Executive Board members and committee chairmen to represent the Association in the planning and holding of any such exposition.

3. Quorum.

- a. Two thirds ($\frac{2}{3}$) of the total number of voting members shall constitute a quorum

Section D. Executive Committee.

1. Composition.
 - a. Members shall consist of the President, President-Elect, Vice-President, Secretary, immediate Past President, and the At-Large Director. The State Advisors, Executive Director and Treasurer shall serve as non-voting, ex-officio members of the committee.
2. Responsibilities.
 - a. Propose to the Board administrative and management policies of the Association business consistent with the actions and policies established by the Board and the House.
 - b. Conduct all business referred to it by the Board.
 - c. Act in emergencies when time does not practically permit a meeting of the Executive Board as determined by the president. No action shall be taken which conflicts with actions of the House of Delegates or By-laws of the Association.
 - d. Review the annual budget as drafted by the Treasurer and the Executive Director.
 - e. Review the financial status of the Association.
 - f. Analyze reports.
 - g. Employ a certified public accountant who shall annually, or as needed, audit the Association's accounts.
 - h. Report all actions taken to the Board.
3. Quorum
 - a. Four members of the committee shall constitute a quorum for the transaction of Association business.

Section E. Region Affiliates. The state of Alabama shall be divided into six regions. Each region shall be represented on the Executive Board by a Region Director as a voting member. Only active members of the **Alabama School Nutrition Association** and the **School Nutrition Association** shall be eligible to represent a region in any official capacity.

1. Region Bylaws shall not conflict with state Bylaws.
2. The portion of state dues set aside for region use may be requested from the Treasurer in writing by the Region Director pursuant to the board approved **Accounting and Financial Policy & Procedure Manual**. Accurate and complete financial records of the use of these region funds will be maintained for five (5) years and made available for audit purposes if requested.

Section F. Committees.

1. Terms.
 - a. Committee Chairmen shall be appointed by the President to serve for the same term as the President.

- b. Chairmen may be reappointed by a succeeding President; however, an individual may serve as chairman of the same committee for no more than three consecutive years without express approval of the Executive Board.
 - c. The President may appoint committee members to serve for the same term as the President or delegate the responsibility of appointing committee members to a committee chairman unless otherwise specified.
 - d. Standing committee chairmen shall be voting members of the House of Delegates.
2. Eligibility.
- a. The chairman and members of a committee shall have expertise in the subject area of the committee on which they serve.
 - b. All Chairman and committee members shall be active members of the **Alabama School Nutrition Association** and the **School Nutrition Association**.
3. Activities.
- a. The committees shall develop plans of action in keeping with the **School Nutrition Association's** Plan of Action.
 - b. Actions of the committees shall not be in conflict with the policies, positions and By-laws of the Association.
 - c. Committee meetings shall be called by the committee chairman.
4. **Standing committees.** There shall be the following standing committees of the Association:
- a. Nominating This committee shall consist of the vice president, a chairman and member appointed by the President with the approval of the Executive Board.
Responsibilities:
 - i. Notify membership of available positions to be filled
 - ii. Survey membership for potential candidates.
 - iii. Verify eligibility of candidates.
 - iv. Select two candidates for each position to be filled.
 - v. Oversee, in collaboration with the Executive Director, the preparation of the official ballot for elections.
 - vi. Counts the ballots. The chairman of the committee shall serve as the official teller and shall open and count the ballots with the other two committee members or the proxies and the Executive Director. In case of a tie vote the committee will establish a random and objective method to determine the winning candidate.
 - vii. Notifies the candidates of the election results.
 - b. Public Policy and Legislative This committee shall consist of a Legislative Chair, a Legislative Co-Chair, a Legislative Aide. The elected Association officers shall serve as ex-officio members of the committee and shall be sent notice of all committee meetings. All

three members of the PPL Committee shall be appointed by the Association president beginning with the 1999-2000 school year and shall serve as follows:

Legislative Chair: The Chair shall serve one year and rotate out of the position.

Legislative Co-Chair: The Co-Chair shall serve one year as Co-Chair and rotate to the Chair position the following year.

Legislative Aide: The Aide shall serve a total of three years on the PPL Committee: one year as Aide before rotating to the Co-Chair position the following year, and then to the Chair position the next year. Beginning with the 2000-2001 school year and each school year thereafter, the Association president will appoint only a Legislative Aide.

Government Relations Liaison: Beginning with the 2026-2027 school year, A State Department Child Nutrition Programs Staff Member shall be appointed as liaison and serve in a non-voting advisory capacity for a three-year term, providing essential data and support related to school nutrition program participation, state and federal regulatory requirements, and compliance matters. The liaison shall be appointed by the State Advisors in collaboration with the Presiding President. If the liaison cannot complete the term, the State Advisors and Presiding President shall appoint a successor to fulfill the remainder of the term.

Responsibilities:

- i. Evaluate, interpret, recommend and respond to state and federal legislation and regulations.
- ii. Inform the membership of current legislation.
- iii. Conduct an annual assessment of legislative needs.
- iv. Assist districts in the development of legislative strategies and plans of action.
- v. Develop and implement a plan of action with supporting budget, which meets Association legislative needs.
- vi. Coordinate state legislative efforts with the **School Nutrition Association** legislative activities and goals.
- vii. Inform and update districts on legislation pertaining to child nutrition on related matters.
- viii. Develop and maintain a viable and effective communication network with allied groups for the immediate dissemination of legislative information.
- ix. Seek support from allied groups to secure sound child nutrition legislative information.
- x. Establish rapport with member of the U. S. Congress and the Alabama Legislature and continuously inform them of the values and need of child nutrition programs.
- xi. Organize lobbying efforts for legislation to provide maximum federal, state and local funds for the support of child nutrition programs.

- xii. Promote legislation to assure optimum child nutrition programs and to improve and protect the status of child nutrition personnel.
- xiii. Oversee the planning of state legislative events.
- xiv. Establish state goals.

- c. Professional Development This committee shall coordinate all professional development activities of the Association.

Responsibilities:

- i. Develop ideas for professional growth of the membership subject to the approval of the Board.
- ii. Prepare and make available to the members an annual summary of certification developments and programs relating to certification.
- iii. Maintain liaison with appropriate state and federal agencies and professional associations and organizations.
- iv. Work with district representatives to promote certification programs.
- v. Approve courses of study, workshops and meetings for certification credit.

- d. Resolutions and Bylaws This committee shall receive and/or draft proposed resolutions and amendments to the Association Bylaws for consideration.

Responsibilities:

- i. Review all resolutions for format and for consistency with the Bylaws.
- ii. Review the Bylaws annually to ensure consistency with current Association philosophy and recommend changes.
- iii. Review resolutions and By-law amendments proposed by the committee or others and make recommendations to the House for consideration.
- iv. Obtain an official list of delegates from the Chairman of the House and distribute copies of all proposed resolutions and by-law amendments to each delegate at least fifteen (15) days before a scheduled meeting to the House or electronic ballot.
- v. Review region by-laws for consistency with state bylaws.

- e. Membership This committee shall promote membership in the **Alabama School Nutrition Association** and the **School Nutrition Association**.

Responsibilities:

- i. Recommend to the Executive Board policies and procedures pertaining to the implementation of a membership program.
- ii. Promote membership through region representatives and assist regions in developing membership drives.
- iii. Analyze membership trends and recommend appropriate action.

- iv. In collaboration with the Executive Directors ensure official Association membership records are maintained on behalf of the Executive Board.
- v. Provide the chairman of the House of Delegates and Region Directors the number of members in each region at least sixty (60) days before the annual conference.
- f. Public Communications This committee shall coordinate all public relations activities related to the child nutrition programs and the Association.

Responsibilities:

- i. Coordinate Association public information efforts with region representatives.
- ii. Present a positive image for the Association and the child nutrition programs through the Association website and social media.
- iii. media publicity for National School Lunch Week, National School Breakfast Week, National Nutrition Month, and all ASNA events.
- g. Scholarship and Awards This committee shall award scholarships to qualified applicants and recommend to the Executive Board the names of members to receive awards for excellence, such as Employee, Manager, or Director of the Year, given in the name of the Association. The committee shall consist of the ph. resident-elect, a chairman and member appointed by the President with the approval of the Executive Board.

Responsibilities:

- i. Recommend to the Treasurer and Executive Director an amount of money to be budgeted annually for scholarships
- ii. Award scholarships to qualified applicants who make written application to the committee. Awards will be made for attendance at accredited (Alabama preferred), institutions or for online courses approved by the committee. All recipients shall undertake programs of study that shall prepare them for leadership positions in child nutrition programs. Actual payment of scholarships will be made to the recipient or institution of an amount designated by the committee, not to exceed actual cost of tuition and textbooks. To continue on scholarship, a recipient must re-apply for another scholarship after successfully completing a term (quarter or semester) of study. The total value of scholarships awarded annually shall not exceed the amount of money allocated for scholarships in the budget for the year. Funding will be on a term, quarter or semester basis. An individual member shall be awarded no more than four scholarships.
- iii. Publicize available state and national scholarships and awards in the state newsletter and at the annual conference.
- iv. Coordinate plans for recognizing scholarship and award recipients at the annual conference with the conference program chairman

- h. Publications This committee shall publish the Association newsletter.

Responsibilities:

- i. Publish annual newsletter.
- ii. Solicit articles from district representatives, committee chairmen and members.
- iii. Establish deadlines for submitting copy for publication.
- iv. Make arrangements for having the newsletter disseminated to all members.

5. **Special Committees.** Special committees may be appointed as needed by the President with approval of the Executive Board.

ARTICLE IV

Officers

Section A. Elected Officers. The elected officers of the Association shall be a

1. President
2. President-elect
3. Vice-president
4. Recording Secretary
5. Region Directors
6. At-Large Director

Section B. Elections. The election of officers shall be conducted by the Nominating Committee in accordance with the bylaws.

1. The Executive Board shall determine the timeline for elections and the notification of results at the first (change-over) meeting of the Executive Board each year and provide the determined timeline to the Nominating Chair following that meeting
2. Notification of the slate of candidates shall be provided by the Nominating Chair on the ASNA website or another more economical method at least 30 days in advance of the election period. The election period for an electronic election will be two (2) weeks.
3. These officers shall be elected by online voting or paper ballots cast by eligible members at the Annual Conference.
4. The majority of votes cast shall constitute an election.

Section C. Eligibility. All elected officers shall be active members of the **School Nutrition Association** and the **Alabama School Nutrition Association**. The president, president-elect, and vice president shall remain actively employed in an eligible field for the duration of their terms.

1. Vice President
 - a. The nominee for Vice-President shall have served as a voting member of the Executive Board within the last five years.
 - b. Shall have attended three of the last five Annual State Conferences

2. Secretary
 - a. The nominee shall have served on a Standing Committee or Special Committee within the last five years.
 - b. Shall have attended three of the last five Annual State Conferences
3. Region Director
 - a. Shall be an employee of a school district located within a county that is part of the region for which he/she is seeking election
 - b. Shall have served on a standing Committee or Special Committee
 - c. Shall have attended two of the last five Annual State Conferences
4. At-Large Director
 - a. Shall be employed and hold membership in the employee and/or manager at the time of nomination, election and term of office
 - b. Shall have served as a District or Region Chair or Co-chair
 - c. Shall have attended two of the last five Annual State Conferences
5. No member shall be eligible to simultaneously hold more than one elected office but may be appointed to chair a special committee.

Section D. Terms of Office

All elected officers shall assume office at the end of the **School Nutrition Association's** Annual National Conference.

1. President: The President shall be the chief elected officer and shall serve for one year. Upon completion of the term of office, the president shall become a past president of the Association.
2. President-elect: the President-elect shall serve for one year, and assume the office of president at the end of the term as president-elect.
3. Vice-President: The Vice-President shall be elected annually and serve for one year, and succeeds to the office of president-elect at the end of the term as vice president.
4. Recording Secretary: The Recording Secretary shall be elected in even numbered years and shall serve for two years.
5. Region Directors
 - a. Directors for odd numbered regions and the At-Large Director shall be elected in odd numbered years and shall serve for two years
 - b. Directors for even numbered regions shall be elected in even numbered years and shall serve for two years
6. Industry Representative: The industry representative shall be selected in odd numbered years from the Medal Membership category and shall serve for two years.

Section E. Responsibilities of Officers

1. President
 - a. Represents the Association in policy matters and is the chief spokesperson

- b. Serve as Chair of the Executive Board and the Executive Committee
 - c. Calls and preside at meetings.
 - d. Prepares the agenda for Executive Board and Executive Committee meetings.
 - e. Serves as ex officio member of all committees except the nominating committee.
 - f. Appoints chairmen and committee members in accordance with bylaws.
 - g. Implements the Plan of Action and makes application for the appropriate award (gold, silver, or bronze) presented to states by the **School Nutrition Association**.
 - h. Represents the Association in the **School Nutrition Association's** Delegate Assembly.
 - i. Plans and conducts a leadership-training workshop for incoming officers and Executive Board members prior to the beginning of term as President.
2. President-elect
- a. Studies the duties and responsibilities of the President, other members of the Executive Board, committees and district chairmen.
 - b. Represents the Association at the School Nutrition Association's Delegate Assembly.
 - c. Serves as the Program Chairman for the annual conference.
 - d. Performs the duties of the President in the President's absence.
 - e. Succeeds to the office of President
 - i. At the end of the second State Conference following election; or
 - ii. In the event the President cannot fulfill the duties of the office
3. Vice-President
- a. Performs the duties of the President-Elect in the President-Elect's absence.
 - b. Coordinates all activities of standing committees, except the Nominating Committee, and the Industry Advisory Committee
 - c. Perform other duties as assigned by the Executive Board.
 - d. Serves as first alternate delegate or third delegate to the **School Nutrition Association's** Delegate Assembly.
 - e. Succeeds to the office of President-Elect
 - f. At the end of the first State Conference following election; or
 - g. In the event the President-elect cannot fulfill the duties of the office
4. Recording Secretary
- a. Accurately records all minutes of the House of Delegates, Executive Board meetings and Executive Committee meetings.
 - b. Provides copies of minutes to Executive Board members within fifteen days of meeting via email or website.
 - c. Maintains minutes of the Association in a permanent form and pass document to the succeeding recording secretary within ninety (90) days of election.

5. Region & At-Large Directors

- a. promotes the Association's Plan of Action.
- b. Initiates, implements and/or coordinates appropriate studies or projects with the approval of the Executive Board.
- c. Expresses views of their region.
- d. Provides leadership, support, and technical assistance and resource lists of materials to members.
- e. Plan 2 region meeting in addition to a region meeting for the annual state conference in cooperation with President-Elect.
- f. Promotes membership.
- g. May be appointed to serve as a member of the Nominating Committee.

Section F. Appointed Officers.

The appointed officers of the Association shall be the

1. Treasurer,
2. State Advisor,
3. Parliamentarian
4. Others as needed.

Section G. Eligibility.

All appointed officers shall be members of the **Alabama School Nutrition Association** and the **School Nutrition Association**.

1. Treasurer: shall have working knowledge of finance and budgeting
2. State Adviser: shall be a member of the State Department of Education Child Nutrition Program Staff
3. Parliamentarian: shall be the immediate past president

Section H. Terms of Appointed Officers

All appointed officers shall assume office at the end of the **School Nutrition Association's** Annual National Conference

1. Treasurer: The Treasurer shall be the chief financial officer of the Association. The Treasurer shall be appointed annually, employed by the Executive Board and serve at the pleasure of the Board.
2. State Advisor(s): The State Advisor(s) shall be appointed annually by the President and approved by the Executive Board
3. Parliamentarian: The Parliamentarian shall serve for one year.

4. Others: The President may appoint other officers as necessary with approval of the Executive Board. These appointed officers shall serve for one year.

Section I. Responsibilities of Appointed Officers

1. Treasurer
 - a. Shall implement financial policies of the Executive Board and House of Delegates
 - b. Serve as Chairman of the Budget and Audit Committee.
 - c. Supervise and monitor Association funds, investments and securities.
 - d. Receives all monies for the Association and disperses all funds as directed by the Executive Board and in accord with the bylaws.
 - e. Maintains full and accurate accounts of all income and disbursements in office books belonging to the Association.
 - f. File required documents and/or tax returns with the State of Alabama and the Internal Revenue Service.
 - g. Present records for audit annually as directed by the Executive Board.
 - h. Keep Association records up-to-date and promptly transfer them to a succeeding Treasurer.
2. State Advisor(s)
 - a. Advise and make recommendations to officers, committee chairmen and the Executive Board as to policies, procedures and efficient administration of the Association.
 - b. Serve as ex-officio member of the Executive Committee, the Executive Board and all committees.
3. Parliamentarian
 - a. Advise the Executive Board and President in regard to parliamentary procedures for all meetings
4. Other
 - a. Performs duties as assigned by the President and Executive Board.

Section J. Filling Vacancies of Elected Officers

1. In the event that an elected officer other than the President and President-elect cannot fulfill the duties of the office, first consideration shall be given to the other candidate on the ballot for that office.
2. In the event this candidate does not accept the appointment, the Executive Board will seek recommendation from the Nominating Committee and then vote on the recommendation
3. Appointments are for the remainder of the term of the vacated office. An appointed vice president shall not automatically succeed to president-elect, but may be elected to fill that position.

Section K. Removal from Office

Any officer who is found in violation of conditions required for election, a breach of rules of the Association, or failing to work under the framework of the Association may be removed from office. A person may be removed for valid cause by a two-thirds vote of the Executive Board present and voting whenever it is deemed that the best interest of the Association would be served thereby. Such officer shall be given the right to appear and speak on his or her behalf.

ARTICLE V**Meeting, Expenses and Delegates****Section A. Type of Meetings.**

1. State Conference.
 - a. There shall be an annual state conference, the date and place of which shall be determined by the Board.
2. House of Delegates.
 - a. There shall be a meeting of the House of Delegates at the annual state conference. This House meeting shall include the annual business meeting of the members of the Association for the purpose of considering reports and the transaction of other business as may properly come before the membership.
3. Executive Board.
 - a. A minimum of two Executive Board meetings shall be held during the year at the call of the President, which may be held by virtual meeting or other means by which all participants can hear and speak to one another at the same time.
4. Executive Committee.
 - a. The Executive Committee shall meet just prior to each meeting of the Executive Board and at the call of the President in the event of an emergency.
5. Leadership Training Workshop.
 - a. A Leadership Planning Meeting will be held for the incoming Executive Leadership team members after the National Leadership Conference (NLC).
 - b. Orientation for incoming Board members and committee chairs will be held as part of the first Executive Board meeting to be scheduled 30 days prior to or 30 days following the Annual National Conference (ANC)
6. Special Meetings.
 - a. Special Meetings, workshops and seminars may be called as approved by the Board.

Section B. Expenses. The Association's policies for reimbursement of expenses for members of the Executive Board, Committee Chairmen and others to attend meetings or work conferences shall be

determined by the Executive Board. However, expenses for attending the annual state conference will not be paid for any member of the Association unless specifically authorized by the Executive Board. Other expenses of officers, committee chairmen and other members will be paid or reimbursed only if they are approved in the annual budget or if the Executive Board votes to fund the particular expenditure. Members claiming reimbursement shall provide invoices, receipts or other documentation of the expenditure(s).

Section C. Delegates. The President and President-Elect shall be the first two official delegates to the **School Nutrition Association's** Conference. The Vice-President will serve as first alternate or third delegate. The Recording Secretary shall serve as second alternate or fourth delegate, and the Director at Large as third alternate or fifth delegate. Actual expenses for delegates shall be paid up to the amount designated in the budget; however, expenses will not be paid for a person whose expenses are paid by another group or agency. Delegates to other meetings will be approved by the Executive Board.

Section D. Notice. Notice for all meetings may be sent by electronic means as allowed by law.

ARTICLE VI

Resolutions and Amendments

Section A. Method of Proposal. Amendments to these bylaws may be proposed in writing no later than 30 days prior to the House of Delegates meeting in any one of the following ways:

1. At the official request of a region.
2. By majority vote of the Executive Board.
3. By written petition signed by 5% of the membership.

Section B. Procedure-Bylaws Amendments. These bylaws may be amended in one of the following ways provided copies of the proposed amendments have been distributed to all certified delegates of the House of Delegates at least fifteen (15) days prior to the annual meeting of the House or the deadline date for casting electronic ballots.

1. At the annual meeting of the House of Delegates with a two-thirds affirmative vote of the certified delegates present and voting.
2. By a two-thirds affirmative vote of the electronic ballots cast by the certified delegates of the House of Delegates, provided the total ballots received equals at least the same number as required for a quorum.

3. Amendments to these bylaws approved by the House of Delegates shall be sent to SNA in accordance with the SNA State Affiliation Agreement, and shall go into effect upon House of Delegates approval.

Section C. Procedure-Resolutions.

1. All proposed resolutions to be considered at the annual state conference shall be submitted to the Chairman of the Resolution and Bylaws Committee in writing postmarked no later than 30 Days prior to the annual meeting of the House. Upon consent of a majority of the certified delegates a resolution may be submitted from the floor of the House.
2. Proposed resolutions submitted at least 30 Days prior to the annual meeting of the House shall be disseminated to all certified delegates of the House of Delegates at least fifteen (15) days prior to the scheduled vote of the House.
3. Adoption of proposed resolutions shall require a majority vote.
4. Resolutions which are in conflict with the bylaws will not be presented in the House.

Section D. Conflicts in Bylaws.

1. In the event that these bylaws are found to have provisions which conflict with the School **Nutrition Association's** bylaws, the **School Nutrition Association's** bylaws will be followed until such time as the **Alabama School Nutrition Association's** bylaws can be amended to comply with the School **Nutrition Association's** bylaws.
2. In the event the bylaws of a district are found to have provisions which conflict with the **Alabama School Nutrition Association's** bylaws, the **Alabama School Nutrition Association's** bylaws will be followed until the district bylaws are amended to comply with the **Alabama School Nutrition Association's** bylaws.

ARTICLE VII

Parliamentary Authority

The current edition of *Robert's Rules of Order Newly Revised* shall govern this association in all cases that are not otherwise provided for in the law, the articles of incorporation, bylaws or adopted rules. When a new edition of the parliamentary authority is published, the board may, by majority vote and after ensuring that they have familiarized themselves with the changes in the new version, update the edition reference in the bylaws. Members shall be notified promptly after the change is made.

ARTICLE VIII

Definition/Membership Information

Section A. Nonvoting Member. Individuals without voting privileges.

Section B. Region Affiliate. Organized school food service region affiliates made up of Association members from a group of contiguous counties within the state.

Section C. Eligible Field. Eligible fields shall be defined by SNA.

Section D. Non-eligible Field. Any field other than those defined in Section C.

Section E. Nonprofit. Any school food and nutrition program maintained by a school food authority for the benefit of children, all of the income from which is used solely for the operation or improvement of such service and exempt from income tax in 501.(C) 3 Internal Revenue Code of 1954, as amended.

Section F. Standing Committees. Groups of individuals appointed by the President charged with the responsibility of planning and implementing activities to promote their particular area of emphasis in the Association's Plan of Action.

Section G. Membership Information. Counties included in each region are as follows:

Region 1

Autauga, Elmore, Lowndes, Chilton, Shelby, Talladega, Clay, Coosa, Randolph, Tallapoosa, Chambers, Lee, Macon, and Russell

Region 2

Jefferson, Blount, and St Clair

Region 3

Calhoun, Cleburne, Cherokee, Dekalb, Etowah, Marshall, Jackson, and Madison

Region 4

Lauderdale, Limestone, Colbert, Franklin, Lawrence, Cullman, Morgan, Marion, Walker, Winston, Fayette, Lamar, Pickens, and Tuscaloosa

Region 5

Bibb, Hale, Perry, Greene, Sumter, Dallas, Marengo, Wilcox, Choctaw, Clarke, Washington, Baldwin, and Mobile

Region 6

Conecuh, Escambia, Monroe, Butler, Coffee, Covington, Crenshaw, Dale, Geneva, Henry, Houston, Barbour, Bullock, Montgomery, and Pike