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KENTUCKY
SCHOOL
NUTRITION
ASSOCIATION

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BYLAWS
OF
THE KENTUCKY SCHOOL
NUTRITION ASSOCIATION
2015

- C. Affiliate members shall consist of school foodservice employees working less than four hours per day who choose the option of being nonvoting supporter members and retired members who choose the option of being a nonvoting supporter member.

Section 2. Membership Dues

- Dues for all classes of membership, excluding Industry Members, shall be the SNA dues plus the state dues.
- Association Industry Members shall pay KSNA Industry membership dues at appropriate designated levels as defined in Procedures.
- Termination of membership shall result from nonpayment of dues.
- Chapter dues shall be determined by the local chapter.
- Any change in state dues shall be changed by a majority vote of the Executive Board.

Section 3. Membership Rights and Privileges

All members shall be allowed to attend the meeting of the Executive Board as observers. Additional membership rights are as follows:

- All school foodservice and nutrition members, and associate retired members whose dues are currently paid, shall be entitled to vote for the election of officers and to vote on any matter submitted to the voting membership. The remaining associate members shall be non-voting member, except that industry members shall be entitled to vote for the election of the industry representative to the Executive Board.
- Members who cease to be employed in an eligible field may continue their membership until their renewal date.
- Retired and international members shall not be eligible for nomination to state elected office.

ARTICLE IV –OFFICERS

Section 1. Elected Officers and Terms of Office

The elected officers of the Association shall consist of president, president-elect, vice president, secretary/finance officer, and industry chair. The president, president-elect and vice president shall serve a one-year term. The secretary/finance officer shall be elected in **odd** even-numbered years for a two year term. All elected terms of office begin at the end of the annual national SNA conference.

The Association will also elect a Section chair for managers and employees, school nutrition administrators, and associate industry members. Their terms of service are listed in this document in Article VI, Section 3.

Section 2. Eligibility

A school foodservice and nutrition member candidate for office must have held membership in the Association for a minimum of three years immediately preceding nomination, and must have demonstrated leadership ability by serving on the KSNA executive board, a standing KSNA committee, or a local chapter board.

Section 3. Responsibilities of Elected Officers

A. President

The president shall be the chief spokesperson and represent the association in policy matters, and direct the implementation of the plan of action. In addition, the president shall:

- Serve as chair of the executive board, executive committee, nominating committee, and on other association committees as necessary;
- Appoint consultants and/or replace committee members/advisory boards with the exception of the nominating committee, using board input as needed.

B. President-elect

The president-elect shall:

- Serve on the bylaws and resolutions committee, nominating committee, and other committees as needed.
- Represent the association at the request of the president;
- Perform the duties of the president in the president's absence; and
- Succeed to the office of the president following official installation at the annual conference or in the event of the president's death, resignation, or removal from office. If filling a vacancy in the office of president, the president-elect shall then continue in service and also serve the usual term as president the following year.

C. Vice President

The vice president shall:

- Perform the duties of the president-elect in the president-elect's absence;
- Serve on the nominating committee and other committees as needed;
- Succeed to the office of president-elect following official installation at the annual conference or in the event of the president-elect's death, resignation, or removal from office. If filling a vacancy in the office of president-elect, the vice president shall then continue in service and also serve the usual term as president-elect the following year.

D. Secretary/Finance Officer

The secretary/finance officer shall:

- Monitor association funds, investments, and securities, including budget preparation.
- Coordinate communications for the association; and
- Serve as a member of the nominating committee and other committees as needed.

E. Industry Chair

The industry chair shall be elected by the industry members for a term of two years beginning even numbered years, and may serve one additional consecutive term. The industry chair also chairs the industry conference committee, and serves on or appoints an industry representative to aid in preparation for the following events: annual conference, administrator's conference, and manager's retreat.

Section 4. Board Appointed Officers

The board shall appoint the following officers: education chair, membership services chair, public policy chair, resolutions and bylaws chair and a state agency chair, the latter of whom shall serve in a nonvoting capacity. Each of these defined offices shall be the chair of the named committee with at least 3 members per committee.

A. Education Chair

The education chair shall be appointed for a two year term beginning in even numbered years, and may be re-appointed to one additional term.

B. Membership Services Chair

The membership services chair shall be appointed for a two year term beginning in odd numbered years, and may be re-appointed to one additional term. A Public Communication chair will be appointed as a voting member.

C. Public Policy Chair

The public policy chair shall be appointed for a term of two years beginning in odd numbered years, and may be re-appointed to one additional term.

D. Resolutions and Bylaws Chair

The resolution and bylaws chair shall be appointed for a term of two years beginning in odd number years, and may be appointed for multiple successive terms as deemed by the executive board.

E. Industry Relations Chair

The industry relations chair will coordinate exhibits at KSNA annual conference, ensure sponsor level goals are met, oversee industry participation at any KSNA sponsored event, and work with the Industry advisory council.

F. State Agency Representative

The state agency representatives shall be a nonvoting officer to serve as a liaison between the state agencies and KSNA.

G. Communication Chair

The resolution and bylaws chair shall be appointed for a term of two years beginning in odd number years, and may be appointed for multiple successive terms as deemed by the executive board.

Section 5. Election of Officers

Election of association officers shall be conducted in a cost effective and efficient way as deemed by the Executive board. The board shall determine timelines for balloting procedures and notification of candidates.

Section 6. Contract Personnel

Contract personnel may be employed under contract by the Board to perform tasks as directed by the Board and Executive Committee consistent with efficient and effective business practices.

Section 7. Vacancy and Removal (Excluding President and President-Elect)

A. If any elected office is vacant due to event of death, resignation, or removal of person holding this position, the KSNA board would give first consideration to the other candidate who ran for the position during the election. If the other candidate is not willing to take the office, then the President is charged to oversee the election through the nomination committee in the most efficient and expedient way possible to have membership vote a new candidate from no more and no less than two new candidates. The new person in the position would finish the current period and would NOT count against the total years allowed for a member to serve in this position. B. Any board appointee position that is vacated due to death, resignation, or removal of person holding that position shall be reappointed by the President and board must be notified of appointment at next meeting.

B. Any officer or board appointee who is found in violation of conditions required for election, a breach of fundamental principles or rules of the association, or failing to work under the framework of the association may be removed from office. The executive board, upon receipt of charges, shall investigate the charges, hold a hearing and render a decision.

ARTICLE V – MEETINGS

Section 1. Types of meetings

- Annual State Conference. There shall be an annual state conference; the date and location shall be determined by the executive board.
- Executive Board. The board shall meet at least annually, and at other times determined by the Executive Committee
- Executive Committee shall meet at the call of the President or at the request of a majority of the Executive Committee members.
- Section Meetings may be held annually and at other times determined appropriate by the section chair with board approval.
- Legislative Action Conference may be held prior to or during the session of the Kentucky General Assembly. The time and place shall be determined by the board.
- Leadership Seminar & Planning Conference may be held annually at a time established by the executive board.
- Manager's Retreat upon approval by the executive board
- Special Meetings may be called by the president with the approval of the Executive board
- Administrator's Conference as approved by the executive board.

Section 2. Expenses

The board shall establish expenditures within budgetary restraints for staff and members on official KSNA business.

ARTICLE VI – AFFILIATE LOCAL CHAPTERS, REGIONS, SECTIONS

Section 1. Chapter Affiliates

A county, a regional group or counties or school district may be chartered as a local chapter by the executive board, provided these criteria for a charter as defined in the KSNA affiliation Handbook are met:

- A chapter may establish separate membership dues.
- Chapter members should hold membership in the state and national association.
- Each chapter affiliate shall adopt bylaws, which shall not be in conflict with the state bylaws or the Nation Articles of Incorporation or Bylaws.
- Only members identified herein Article III, Section 1-A are eligible to serve as officers of a local chapter.
- Each chapter shall adopt a Plan of Action consistent with the state and national Plan of Action and submit report to KSNA as required in the KSNA procedure manual.

Section 2. Regions

The state shall be divided into regions as defined by the Kentucky General Assembly for the Congressional Districts. The Association Procedures Manual contains the identity of these regions and the responsibilities of the Regional Directors.

Section 3. Sections

The Association shall consist of three sections: Managers and Employees (Single Unit), School Nutrition Administrators (Directors and Supervisors), and the Associate Industry Members.

- MANAGERS AND EMPLOYEES (Single Unit) section representative shall be elected from the actively involved members in this section for a two year term.
- SCHOOL NUTRITION ADMINISTRATORS (Directors and Supervisors) shall be represented by the elected chairman, serving a one-year term.
- ASSOCIATE INDUSTRY MEMBERS shall be represented by the elected chairman of the Industry Advisory Council (IAC), serving a one-year term.

ARTICLE VII – EXECUTIVE BOARD AND EXECUTIVE COMMITTEE

Section 1. Composition

The executive board shall be the governing and voting body of KSNA and shall consist of twenty one voting members. Member shall consist of President, President-elect, Vice President, Secretary/Finance Officer, Regional Directors for regions 1-6, Section chair for Manager's & Employees, Section chair Administrators, Section chair Industry, Public Policy chair, Resolutions & Bylaws chair, Education chair, Membership Services chair, Chapter president representative, Industry relations chair, immediate past KSNA president and Communication Chair. Nonvoting members shall consist of KDE representative, KDA representative, and Executive Director.

Section 2. Manner of Acting

The Executive Board may transact business at official Board meetings. Alternatively, the Executive Board may transact business by mail, by conference call, fax, and/or e-mail on matters that are time-sensitive. Issues or concerns voted on outside of regularly scheduled board meetings must be submitted in writing to all Executive Board members for a vote. When an alternative voting method is utilized at least two-thirds (2/3) of the voting members must vote and at least three-quarters (3/4) of those voting must vote in the affirmative. Such votes are made a part of the minutes of the next meeting.

Section 3. Quorum

A majority of the voting Executive Board members present shall constitute a quorum.

Section 4. Executive Committee

The Executive Committee acts between Board meetings; proposes to the Board the administrative and management policies of Association business consistent with the actions and policies established by the Board; conducts all business referred to it by the Board and serves as the Finance Committee.

A. COMPOSITION

- Members shall consist of the President, President-elect, Vice President, Secretary/ Finance Officer, Public Policy Chair, Education Chair, Membership Services Chair, and Resolutions and Bylaws Chair.
- Nonvoting members shall be the State Director of the **Division of Nutrition and Health Services, School and Community Nutrition Services**, KDE; a representative of the Division of Food Distribution, Kentucky Department of Agriculture; and any executive contract person employed by the Association.

ARTICLE VIII – PUBLICATIONS AND ELECTRONIC MEDIA

School Nutrition, produced by the School Nutrition Association, shall be the official publication of the association. The association will also have an official website. The board shall authorize other publications and electronic media and establish such procedures as are necessary. All authorized distribution of information should be done within budgetary restraints. KSNA will maintain a state publication which shall be produced a minimum of two times annually.

ARTICLE IX – PARLIAMENTARY AUTHORITY

The most recent edition of *Robert's Rules of Order Newly Revised* governs this association in all parliamentary situations that are not otherwise provided for in the law, the articles of incorporation, bylaws or adopted rules.

ARTICLE X – AMENDMENTS AND RESOLUTIONS

Section 1. METHOD OF PROPOSAL - - BYLAW AMENDMENTS

Amendments to these Bylaws shall be proposed in writing and mailed to the chair of the Resolutions/Bylaws Committee. Amendments may be adopted by a two-thirds vote of the membership returned. (The procedure for this function is in the Association Procedures Manual.)

Section 2. METHOD OF PROPOSAL - - RESOLUTIONS

Resolutions shall be proposed in writing with a copy sent to the Resolutions and Bylaws chair. Adoption of proposed resolutions shall require a simple majority vote of the Board. (The procedure for this function is in the Association Procedures Manual.)

Resolutions that are in conflict with the Bylaws will not be presented for consideration.

ARTICLE XI – DISSOLUTION

In the event of dissolution or final liquidation of this Association, all of the remaining assets and property of the Association shall, after paying or making provision for the payment of all the liabilities and obligations of the Association and for necessary expenses therefore, be distributed to such organization or organizations organized and operated exclusively for such purposes as shall at the time qualify as a non-profit organization benefiting school children as the Executive Board shall determine. In no event shall any of such assets or property be distributed to a member, director, or officer, or any private individual.

HISTORY OF BYLAW AMMENDMENTS

These bylaws shall be effective upon approval of the membership on January 2009. (January 9, 2009 Ballot deadline and March 13, 2009 approved vote accepted in the Board minutes.)

These bylaws shall be effective upon approval of the membership in January 2008. (January 4, 2008 Ballot deadline and March 14, 2008 approved vote accepted into the Board minutes.)

These bylaws shall be effective upon approval of the membership in December 2006. (December 4, 2006 Ballot deadline and December 8, 2006 approved vote accepted into the Board minutes.)

These bylaws shall be effective upon approval by the membership in April 2005. (April 15, 2005 Ballot deadline & June 20, 2005 approved vote accepted into the Board minutes.)

These Bylaws shall be effective upon approval by the membership in December 2003. (December 1, 2003 Ballot deadline & March 12, 2004 approved vote accepted into the Board minutes.

These Bylaws shall be effective upon approval by the membership in December 1998. (December 4, 1998 Ballot deadline & December 11, 1998 approved vote accepted into the Board minutes.)

These Bylaws shall be effective upon approval of the membership in 1992. (Approved in December 1992) with amendments approved in December 1994.

Previous Bylaws have been adopted in 1956, September 1978, and March 1985 with changes made at intervals between these dates. Hd/92; 94; 98

