

1                   **THE SCHOOL NUTRITION ASSOCIATION OF OHIO**  
2                                   **BYLAWS**  
3                                   **Amended June 16, 2022**  
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5    **ARTICLE I - NAME**  
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7    The name of this association shall be the School Nutrition Association of Ohio, also  
8    referred to as the association, a 501(c)(6) corporation chartered in the State of Ohio.  
9    SNA of Ohio is a chartered affiliate of the School Nutrition Association, Inc. (SNA) and  
10   bound by the SNA state affiliate agreement and the SNA bylaws.  
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13   **ARTICLE II - PURPOSE**

14   The purpose of this association is to support the mission and values of the School  
15   Nutrition Association, Inc. in the State of Ohio.  
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17   **ARTICLE III - MEMBERSHIP**  
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19   **SECTION A. CLASSES OF MEMBERSHIP**  
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21   Membership shall consist of three classes: School Nutrition, Affiliate, and associate.  
22   When chapter affiliates exist, school nutrition, retired and student members- shall also be  
23   members of the chapter affiliate.  
24

- 25       1. **School Nutrition Members.** School nutrition member categories shall consist of  
26       employees, managers, supervisors/directors and specialists, and educators  
27       employed in eligible fields as defined by SNA.  
28
  - 29       2. **Affiliate Members.** Affiliate member categories shall consist of retired  
30       members, students enrolled in post- secondary school foodservice programs,  
31       industry individuals, corporations and others committed to furthering the goals of  
32       the Association.  
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  - 34       3. **Associate Members.** Associate member categories shall consist of retired  
35       members, students enrolled in post-secondary food, nutrition, health or other food  
36       related programs, industry consultants, corporations, international child nutrition  
37       individuals and other individuals and nongovernment organizations committed to  
38       furthering the goals of the association.  
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41 School memberships may be held by individual or school district/organization owned. A  
42 person shall not concurrently hold both an individual and school district/organization  
43 membership. Individual membership is owned by an individual and is not transferable.  
44 School district/organization owned members may reserve the right to change to an  
45 individual membership at any time if otherwise eligible. School district/organization  
46 owned members may be transferred within the following membership categories:  
47 employees, managers, supervisors/ directors/specialists, or educators employed in eligible  
48 fields as defined by SNA.  
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50 **SECTION B. RIGHTS AND PRIVILEGES OF MEMBERS**

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52 All school nutrition members, whose dues, if any, are currently paid shall be entitled to  
53 vote for the election of officers for the coming year and to vote by mail or electronically  
54 upon any matter submitted to the voting membership.  
55

- 56 1. Members who cease to be employed in an eligible field may continue their  
57 membership until their renewal date.
- 58
- 59 2. Retired members shall not be eligible for nomination to state elective office.  
60
- 61 3. Affiliate members shall be non-voting members.  
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- 63 4. All members shall be eligible to attend the Annual Business Meeting.  
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65 **SECTION C. DUES**

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- 67 1. Dues for school nutrition members and affiliate members shall be established by  
68 the board and remitted directly to SNA.  
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- 70 2. The Board may approve a discount of member dues for the purpose of promoting  
71 membership.  
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- 73 3. All rights and privileges of membership shall be terminated for nonpayment of  
74 dues.  
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- 76 4. Past state presidents shall be granted a lifetime membership in SNA of Ohio.  
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82 **ARTICLE IV – REGIONS**

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84 Each region shall have an elected regional director who shall be a member of the Board.  
85 The State of Ohio shall be divided into 8 regions as established by the Board. They are  
86 as follows:

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88 1. North Central: Ottawa, Sandusky, Erie, Seneca, Huron, Wyandot, Crawford,  
89 Richland, Hancock, Lucas, and Wood Counties.

90

91 2. Northeast: Cuyahoga, Lake, Geauga, Ashtabula, Trumbull, Mahoning,  
92 Columbiana, Portage, Stark, Summit, Lorain, Medina, Wayne, and Ashland  
93 Counties.

94

95 3. Northwest: Van Wert, Allen, Hardin, Mercer, Auglaize, Logan, Williams,  
96 Fulton, Defiance, Henry, Paulding, and Putnam Counties.

97

98 4. West Central: Darke, Miami, Champaign, Clark, Montgomery, Greene,  
99 Preble, and Shelby Counties.

100

101 5. Central: Marion, Morrow, Knox, Delaware, Union, Madison, Fayette,  
102 Licking, Franklin, Fairfield, Pickaway and Perry Counties.

103

104 6. East Central: Holmes, Coshocton, Tuscarawas, Harrison, Carroll, Jefferson,  
105 Guernsey, Belmont, Muskingum, Morgan, Noble, Monroe, and Washington  
106 Counties.

107

108 7. Southwest: Butler, Warren, Clinton, Hamilton, Clermont, Brown, Highland,  
109 and Adams Counties.

110

111 8. Southeast: Ross, Hocking, Athens, Vinton, Pike, Jackson, Meigs, Gallia,  
112 Scioto, and Lawrence Counties.

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114 **ARTICLE V – CHAPTER AFFILIATES**

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116 Local chapters may be formed with assistance from the designated SNA of Ohio regional  
117 director. Each chapter shall be a separate legal entity from SNA of Ohio. Chapter  
118 affiliates shall determine the qualifications for members to serve as officers of each  
119 chapter.

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123 **ARTICLE VI – GOVERNANCE**

124

125 The SNA of Ohio Board of Directors shall be the legislative and governing body of the  
126 Association. It shall formulate the philosophies and goals under which the affairs of the  
127 Association are managed. The Board shall adopt policies, hear committee and officer  
128 reports, take action on recommendations, resolutions, amendments to the Articles of  
129 Incorporation, Bylaws, and Standing Rules; and have all other powers and duties  
130 specifically provided to it by the Articles of Incorporation and Bylaws.

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133 **SECTION A. COMPOSITION**

134

- 135 1. The voting delegates shall include the current Board of Directors.
- 136
- 137 2. Each Board Member shall have only one (1) vote even when serving in more than  
138 one Board position.
- 139
- 140 3. A child nutrition representative from the Ohio Department of Education and the  
141 Executive Director shall be non-voting members.

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143

144 **SECTION B. RESPONSIBILITIES**

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- 146 1. Formulates the philosophies and goals.
- 147
- 148 2. Debates and reviews matters of professional interest.
- 149
- 150 3. Makes general and specific recommendations.
- 151
- 152 4. Reviews reports of Chapters, Board Members, committees, and advisory boards.
- 153
- 154 5. Takes action on proposed resolutions and amendments to the Bylaws.
- 155
- 156 6. Communicates actions/activities to local affiliated constituents.

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159 **SECTION C. VOTING**

160

161 Each Board Member shall have only one (1) vote even when serving in more than one  
162 Board position.

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165 **SECTION D. QUORUM**

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167 Two-thirds of the eligible voting Board Members shall constitute a quorum.

168 **SECTION E. RESOLUTIONS**

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1. All proposed resolutions to be considered at the Annual Business Meeting for all members, held during the Annual Conference, shall be submitted to the Executive Committee in writing, and received no later than 90 days prior to the Annual Business Meeting.

An amendment to a resolution may be submitted from the floor of the Annual Business Meeting, provided it has been presented to the Executive Committee for review and approval for discussion before the Call to Order of the Annual Business Meeting.

2. Proposed resolutions to be considered for adoption shall be distributed to the membership at least fourteen (14) days prior to the Annual Business Meeting.

184 **ARTICLE VII – OFFICERS & DIRECTORS**

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**SECTION A. ELECTED OFFICERS & DIRECTORS**

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189 The elected officers and directors shall be: President, Immediate Past President,  
190 President-elect, Vice President, Secretary/Treasurer, and Regional Directors.  
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192 **SECTION B. ELIGIBILITY**

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All elected position terms shall begin on August 1, through July 31. Candidates for state office shall have held membership in the Association for at least one year immediately preceding the nomination.

1. A school nutrition member candidate shall:
  - a. Be regularly employed in an eligible field as defined by SNA.
  - b. The president, president-elect, and vice president shall be actively working and involved in the school nutrition profession throughout the term. Other officers and the region directors shall be elected for specified term and shall retain active membership at the time of nomination and election and, if a change in status occurs, they shall complete their term of office provided one year of their term has been completed.
  - c. Be encouraged to be SNA certified/credentialed members.

210

211 **SECTION C. TERMS OF OFFICE FOR ELECTED POSITIONS**

212

213 1. President. The President shall be the chief elected officer and shall serve one  
214 year, succeeding to Immediate Past President/Nominating Committee Chair.

215

216 2. President-elect. The President-elect shall serve for one year, succeeding to  
217 President.

218

219 3. Vice President. The Vice President shall be elected annually and serve for one  
220 year succeeding to President-Elect.

221

222 4. Secretary/Treasurer. The Secretary/Treasurer shall be elected in even numbered  
223 years and shall serve for two years.

224

225 5. Regional Directors. Regional Directors shall be elected for a two-year term; their  
226 place of employment shall be in the respective region at the time of nomination  
227 and election. If a change in region of employment occurs, they shall complete  
228 their term of office provided one year of their term has been completed. Elections  
229 shall be on the following schedule:

230

231 EVEN YEARS

ODD YEARS

232

233 West Central

Northeast

234 North Central

Northwest

235 Southwest

East Central

236 Southeast

Central

237

238

239 **SECTION D. ELECTION**

240

241 Elections shall be held electronically or by mail. Ballots must be received no later than  
242 thirty (30) days prior to the Annual Business Meeting.

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245 **SECTION E. ELECTED POSITIONS**

246

247 Responsibilities of these positions are housed in the association's policy and procedure  
248 document and are reviewed annually by the Board of Directors.

249

250 1. President

251 2. President-elect

252 3. Vice President

253 4. Past President

254 5. Secretary/Treasurer

255 6. Regional Directors

256 **SECTION F. SUCCESSION**

257

258 Upon completion of the term of office, the president shall become a past president of the  
259 association. Upon completion of the term of office, the president-elect shall  
260 automatically succeed to the office of the president. Upon completion of the term of  
261 office, the vice president shall automatically succeed to the office of president-elect.

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264 **SECTION G. APPOINTED POSITIONS**

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266 Responsibilities are reviewed and determined by the board of directors. Appointed  
267 officers and directors will be appointed by the Executive Committee and approved by the  
268 Board of Directors.

269

270 1. Lead Regional Officer – selected from one of the 8 current board regional directors.  
271 The Lead Regional Director shall serve on the Executive Committee.

272

273 2. Standing Committee Chair Directors

274

275 The following committees will be appointed in odd numbered years.

276

1. Professional Development

277

2. Nutrition

278

279 The following committees will be appointed in even numbered years.

280

1. Membership

281

2. Legislation

282

3. Marketing

283

284 The following committee will be appointed for a three year term. First term begins  
285 2020-2021.

286

1. Resolution and Bylaws

287

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289 **SECTION H. INDUSTRY ADVISORY COUNCIL (IAC)**

290

291 The Industry Advisory Council (IAC) is to act as a liaison between the Ohio  
292 School Nutrition Association and member of industry including but not limited to:  
293 food, nonfoods, equipment, services, supplies or other Child Nutrition related  
294 products or services. The IAC shall promote interaction and mutual cooperation  
295 between industry and members of Ohio SNA. The number of industry members,  
296 terms of service as well as organizational structure and mission will be detailed in  
297 guidance documents held by Ohio SNA.

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299 The IAC chair shall have one vote at Ohio SNA board meetings. In the event the  
300 IAC chair is unavailable, the Vice chair may vote on his/her behalf.

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**SECTION I. EX-OFFICIO MEMBERS (Non-voting Members)**

**1. Executive Director**

- a. The Executive Director shall be the chief executive officer of the Association and shall implement policies of the Board and Executive Committee consistent with efficient and effective business practices. The Executive Director shall be employed under contract by the Board, and shall fulfill the duties set forth in the contract.

**2. ODE Child Nutrition Representative**

- a. Reports the activities of the child nutrition programs.
- b. Provides leadership, support, technical assistance, and resources to members.
- c. Serves as liaison between the Ohio Department of Education and the SNA of Ohio.

**SECTION J. REMOVAL FROM OFFICE**

Any officer 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 by two-thirds (2/3) vote of the Board of Directors, provided that prior to any vote there is a hearing at which the officer is allowed to answer to the charges and present a defense.

**SECTION K. VACANCIES**

The unexpired term of a Board Member whose seat may become vacant through removal, resignation, death, or loss of membership may be filled by a current member, appointed by the Executive Committee and approved by the Board of Directors. In replacing an unexpired term, the appointed member may fulfill that term only.

**ARTICLE VIII - BOARD OF DIRECTORS**

The Board of Directors (“Board”) shall be the executive body of the Association. The Board shall meet no less than three times a year to conduct and manage the affairs of the Association, formulate policies; adopt the annual budget; review reports and resolutions; and have all other powers and duties specifically provided to it by the Bylaws.



344 **SECTION A. COMPOSITION**

345

346 1. Board Members shall consist of the President, President-elect, Vice President,  
347 Secretary/Treasurer, Regional Directors, Standing Committee Chairs and the  
348 Industry Advisory Council Chairperson and Vice Chair.

349

350 2. The Executive Director and the ODE Child Nutrition Representative shall be non-  
351 voting members.

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354 **SECTION B. RESPONSIBILITIES**

355

356 1. Directs Association affairs in accordance with the philosophies, general policies,  
357 and goals.

358

359 2. Employs the Executive Director, if desired.

360

361 3. Appoints persons to act for the Association and defines their specific  
362 responsibilities.

363

364 4. Approves the annual budget.

365

366 5. Recommends positions and policies.

367

368 6. Provides leadership in working with allied associations and groups.

369

370 7. Removes from office for just cause a Board Member with a majority (2/3) vote of  
371 board quorum.

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373 **ARTICLE IX - EXECUTIVE COMMITTEE**

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375 **SECTION A. COMPOSITION**

376

377 1. Members shall consist of the President, as chair, President-elect, Vice President,  
378 Immediate Past President/Nominating Chair, Secretary/Treasurer and Lead  
379 Regional Director.

380

381 2. The Executive Director shall be in attendance as a non-voting member.

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384 **SECTION B. RESPONSIBILITIES**

385

386 1. Proposes to the Board the administrative and management policies of Association  
387 business consistent with the actions and policies established by the Board.

388

389 2. Conducts all business referred to it by the Board.

390

391 3. Acts when time does not practically permit a meeting of the entire Board, as  
392 determined by the President and within established board policy.

393

394 4. Prepares the annual budget.

395

396 5. Reviews the financial status.

397

398 6. Analyzes reports.

399

400 7. Appoints and approves the Standing Committee Chairs.

401

402 8. Reports actions taken by the Executive Committee to the Board.

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405 **SECTION C. QUORUM**

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407 1. A simple majority of the Executive Committee members shall constitute a  
408 quorum.

409

410 **ARTICLE X – SPECIAL COMMITTEES AND ADVISORY BOARDS**

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413 **SECTION A. AD HOC COMMITTEES**

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415 Special committees and/or advisory boards may be appointed by the President as deemed  
416 necessary with approval of the Executive Committee.

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418 These committee members will be non-voting members of the Board of Directors.

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420 **ARTICLE XI - MEETINGS**

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422 **SECTION A. TYPE OF MEETING**

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**1. Annual State Conference**

There shall be an Annual State Conference.

**2. Annual Business Meeting**

There shall be a meeting of the membership, led by the Executive Committee, held at the Annual State Conference, with the President presiding. Notice of such meeting may be by electronic means. The Annual Business Meeting will service as an official meeting of the Board of Directors, as well as a forum for open discussion with members in attendance. All members will be encouraged to attend the Annual Business Meeting.

**3. Board of Directors**

The Board of Directors shall meet no less than three (3) times a year. Additional meetings can be called by the President or upon request of a majority of members of the Board. One of these meetings shall be designated the annual meeting of the board. The board may also meet by telephone conference call or any other method that allows the directors to hear and speak with one another in real time.

**4. Executive Committee**

The Executive Committee shall meet as determined by the President or at the request of members of the Executive Committee.

**5. Officer's Training Seminar**

An Officer's Training Seminar shall be held annually. The purpose of the training is to develop leadership and present the Association's Plan of Action for the ensuing year.

**6. Special Meetings**

Special meetings and seminars may be called or approved by the Board.

**ARTICLE XII - PUBLICATIONS**

**SECTION A. THE OFFICIAL PUBLICATION**

The Association shall publish an official newsletter, frequency as determined by the Executive Committee.

468 **SECTION B. COMMUNICATIONS**

469

470 Communications to members must be approved by the Executive Committee.

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472 **ARTICLE XIII - PARLIAMENTARY AUTHORITY**

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

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481 **ARTICLE XIV - AMENDMENTS**

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483 **SECTION A. PROCEDURE FOR AMENDING BYLAWS**

484

485 Amendments to Bylaws shall be adopted by a two-thirds (2/3) vote of the Board of  
486 Directors.

487

488 1. The Executive Committee shall receive the amendments from current members in  
489 writing on or before 90 days in advance of the Annual Business meeting, to be  
490 considered for presentation at the Meeting where amendments will be proposed to the  
491 membership. Bylaws may only be amended in even numbered years unless proposed  
492 by a two-thirds (2/3) vote of the Board of Directors.

493

494 2. Copies of the amendments shall be provided to all members at least fourteen (14)  
495 days prior to the Annual Business Meeting.

496

497 3. Proposed amendments to these bylaws shall be sent to SNA in accordance with the  
498 SNA state affiliation agreement.

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501 **ARTICLE XV – RULES**

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503 **SECTION A. Rules Governing Membership**

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505 1. School district dues are submitted through SNA National.

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- 507 2. Industry membership dues packages and fees are determined by the SNA of Ohio  
508 Board of directors, and dues are collected by SNA of Ohio.  
509  
510 3. Non-voting members attending the Annual Business Meeting may be granted the  
511 privilege of speaking.  
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513 4. All SNA of Ohio members and Past Presidents on file will receive the association's  
514 official publication/newsletter.  
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516 **SECTION B. General Rules**

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1. Board Members are expected to attend all Board meetings.

520 **SECTION C. Rules Governing Meetings**

521 ***DEFINITIONS***

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1. **Quorum.** A quorum is the number of members who must be present at a meeting in order to transact business legally.
2. **Fiscal Year.** A fiscal year shall begin on August 1 each year through July 31 of the succeeding year.
3. **Year.** Any reference to year in this document refers to fiscal year.