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**Proposed Amendments to Bylaws
at
2019 House of Delegates**

**Presented by
Cindy Jacobs, Parliamentarian
Bylaws and Resolutions Committee Chair**

On December 14, 2018, SNA of SC signed the State Affiliation Agreement with SNA after approval by the SNA of SC Executive Board. SNA requires every state affiliate to submit association documents to ensure they are maintaining state and federal non-profit status. SNA of SC has submitted all of the association documents and received the Certificate of Affiliation. The SNA of SC Executive Director has filed this document in the permanent documents file.

One of the documents required is the bylaws, which were reviewed by the SNA Parliamentarian and staff to ensure there was no inadvertently added bylaw language that could conflict with federal law or create unnecessary liability for SNA or SNA of SC. The SNA Parliamentarian also made recommended changes in accordance with governance best practices.

Many of the proposed bylaws changes recommended by SNA are not major changes. All of the changes create a better alignment between SNA and SNA of SC, making the SNA voice a more powerful advocate for our mission.

The SNA of SC Bylaws and Resolution Committee has reviewed the bylaws to ensure consistency and made necessary formatting adjustments and grammatical corrections. These minor changes are not presented as amendments.

The proposed bylaws changes recommended by SNA have been reviewed by SNA of SC and are presented as follows:

PROPOSED AMENDMENT #1: INCORPORATE CHANGES PER SNA NATIONAL TO ALIGN WITH THEIR BYLAWS, AS PART OF THE PROCESS OF RENEWING OUR STATE AFFILIATION AGREEMENT

Items and Locations

Article II – Mission and Purpose

Members of the School Nutrition Association of South Carolina (SNA of SC) are the primary advocates for quality school nutrition programs in the State. While working towards goals to insure children have access to nutritious meals during the course of the school day, the Association also serves the membership by providing the following services: Training/ education, most current information, professional standards, networking opportunities, scholarships.

In addition, the Association reaches beyond the school-age child to benefit parents, teachers, administrators and the general public.

To support the mission and value of the School Nutrition Association, Inc.

ARTICLE III – Membership

Deleted Section A. Classes of Member and replaced with the following.

Section A. Classes of Membership

Section 1. Membership Categories

There shall be the following categories of membership: school nutrition members, affiliate members and associate members.

- 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 fields as defined by SNA 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.
- B. Associate members – Associate member categories shall consist of retired members, students enrolled in post-secondary 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.
- D. Retired Members. A school nutrition member who retires from eligible employment may become a retired member provided he or she does not become employed in a non-eligible field. Periodic employment less than six (6) months within each school year will not alter retired status. Retired members shall have the rights and privileges of school nutrition members, except they shall not hold state elective office.

- E. Life Members. Any school nutrition member may become a life member of SNA of SC after ten (10) years of membership. A life member who becomes employed in a non-eligible field shall forfeit the right to life membership and shall become an honorary member.
- F. Honorary Members. Individuals who have contributed to the advancement of food and nutrition programs or have rendered outstanding service to the Association may have conferred upon them the title of Honorary Member of SNA of SC.
- G. School District Owned Membership. Owned by the school district; transferable within listed membership categories.
 - a. Employees
 - b. Managers
 - c. Supervisors/directors
 - d. Educators employed in eligible fields as defined by SNA.

ARTICLE III – Membership

Section B. Rights and Privileges of Members – Revised to read as follows:

All School Nutrition, Affiliate, Associate, or Retired Members whose dues, if any, are currently paid, shall be entitled to vote for the election of officers for the coming year. All members shall be eligible to attend meetings of the House of Delegates as observers.

Eligibility criteria for Honorary Members shall be set exclusively by the board.

- A. Past Presidents who are retired
- B. Past Executive Directors who are retired
- C. Past State Directors who are retired
- D. Any member who meets the description in Section A. Item F above.

ARTICLE IV – ORGANIZATIONAL STRUCTURE

Section A. House of Delegates

1. **Composition – Deleted “Active” replaced with “school nutrition or Associate”; deleted “or Member-at-Large”**
 - b. Voting delegates of the House must be school nutrition or Associate, Retired, Life members.
3. **Voting – Item c. deleted, revised to read.**
 - a. Each delegate is entitled to one vote.
 - b. One-third of the voting delegates shall constitute a quorum.

Section B. Executive Board

3. Quorum and Proxies – Revised to read.

A majority of members shall constitute a quorum.

4. Manner of Acting – Revised to read.

The Executive Board may transact business in person, as well as telephone and/or conferencing services.

Section D. Chapter Affiliates – Revised to read

3. Only school nutrition members, retired or life members for whom no conflict of interest exists shall be eligible to serve as officers.

Article V - Officers

Section A. Elected Officers – Deleted “an active” replaced with school nutrition.

All officers shall hold office until the end of July of the year their term ends. To be eligible for any state office, a member must be a school nutrition member of SNA of SC and SNA and have held a SNA of SC office or have been a committee chairman at least one year prior to the election.

Item (2) – Revised to read.

- (2) Be regularly employed by an organization in an eligible field as defined by SNA.

Article VI – Meetings

Section A. Type of Meetings

3. Executive Board - Revised to read.

The Board shall meet at least once per year, and at other times at the call of the President or upon request of a majority of the members of the Board.

Article VIII

Parliamentary Authority – Revised to read.

The eleventh 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 IX – Resolutions and Bylaws

Section A. Procedures – Amendments in the Bylaws

2. Prior to the transmittal of any proposed amendment(s) to the House of Delegates and pursuant to requirements established by the School Nutrition Association, the Executive Board shall provide a copy of the proposed amendment(s) to the School Nutrition Association for review and approval, in accordance with the SNA State Affiliation Agreement.

Article X – Definitions

Section C. Eligible Field – Deleted.

Section H. Additional Membership Information – Deleted.

PROPOSED AMENDMENT #2: TO RESTATE THE VICE-PRESIDENT POSITION
 SUBMITTED BY: BYLAWS AND RESOLUTIONS COMMITTEE
 REFERENCE: NONE

Current	Proposed
ARTICLE III OFFICERS	ARTICLE V OFFICERS
Section A. Elected Officers	Section A. Elected Officers
None	<p>4. <u>Vice-President</u> The Vice-President shall be elected annually and serve for one year. To be eligible for this office, a candidate shall:</p> <ul style="list-style-type: none"> a. Have had previous Board experience. b. Have served in the House within the past five years, have served on a Standing Committee, and served as a Committee Chair. <p>Responsibilities:</p> <ul style="list-style-type: none"> (1) Succeeds to the office of President-Elect: <ul style="list-style-type: none"> (a) At the end of the Associations’ fiscal year (July 13) (b) In the event the President-Elect cannot fulfill the duties of the office. (c) Performs the duties of President-Elect in the President-Elect’s absence. (d) Presides at the House. (e) Other duties as assigned.

RATIONALE

This Proposed Amendment is to re-instatement the Vice-President position as an Elected Officer and to add the terms of office and responsibilities for this position. It is deemed beneficial to re-instate the Vice-President position to ensure the smooth transition of officers of the SNA of SC.

If approved by the House, the Vice-President position will be on the ballot at the 2019 State Conference and will assume this position immediately.

If approved by the House, Vice-President will be inserted appropriately throughout the Bylaws.

The items following this amendment item will be re-numbered accordingly.

PROPOSED AMENDMENT #3: TO REDEFINE THE AREAS OF THE STATE

SUBMITTED BY: BYLAWS AND RESOLUTIONS COMMITTEE

REFERENCE: NONE

Current	Proposed
ARTICLE II ORGANIZATIONAL STRUCTURE	ARTICLE IV ORGANIZATIONAL STRUCTURE
Section E. Areas	Section E. Areas
<p>South Carolina shall be divided into areas as follows:</p> <ol style="list-style-type: none"> 1. Coastal: Allendale, Bamberg, Barnwell, Beaufort, Berkeley, Charleston, Colleton, Dorchester, Hampton, and Jasper 2. Columbia: Calhoun, Clarendon, Lexington, Orangeburg, Richland, and Sumter 3. Piedmont: Abbeville, Anderson, Aiken, Cherokee, Edgefield, Greenville, Greenwood, Laurens, McCormick, Newberry, Oconee, Pickens, Saluda, Spartanburg, and Union 4. Pee Dee: Dillon, Florence, Georgetown, Horry, Marlboro, Marion, and Williamsburg 5. Sand Hills: Chester, Chesterfield, Darlington, Fairfield, Kershaw, Lancaster, Lee, and York 	<p>South Carolina shall be divided into three areas as follows:</p> <ol style="list-style-type: none"> 1. Coastal-Columbia: Allendale, Bamberg, Barnwell, Beaufort, Berkeley, Calhoun, Charleston, Clarendon, Colleton, Dorchester, Hampton, Jasper, Lexington, Orangeburg, Richland and Sumter. 2. Piedmont: Abbeville, Anderson, Aiken, Cherokee, Edgefield, Greenville, Greenwood, Laurens, McCormick, Newberry, Oconee, Pickens, Saluda, Spartanburg, and Union. 3. Pee Dee-Sand Hills: Chester, Chesterfield, Darlington, Dillon, Fairfield, Florence, Georgetown, Horry, Kershaw, Lancaster, Lee, Marlboro, Marion, Williamsburg, and York.

RATIONALE

This Proposed Amendment is to re-define the areas of the state. It is deemed beneficial to re-define the areas of the state because for several years, recruiting nominees for the area representative positions has become more challenging. With four less area representatives to recruit, we should be able to better serve the regions.

PROPOSED AMENDMENT #4: TO DEFINE RESPONSIBILITIES OF STANDING COMMITTEES

SUBMITTED BY: BYLAWS AND RESOLUTIONS COMMITTEE

REFERENCE: NONE

Current	Proposed
<p>ARTICLE II ORGANIZATIONAL STRUCTURE</p>	<p>ARTICLE 1V ORGANIZATIONAL STRUCTURE</p>
<p>Section G. Committees 3. Standing Committees</p>	<p>Section G. Committees 3. Standing Committees</p>
<p>g. Public Communication h. Nutrition Education i. Annual State Conference j. Special Committee/Advisory Boards k. Professional Development Committee</p>	<p>g. <u>Public Communication</u> This committee shall promote Association activities and events to the membership and public. (1) Utilize the Association’s social media accounts to publicize activities, events, and news regarding child nutrition programs. (2) Work with the Executive Director to determine items to include on the Association’s webpage.</p> <p>h. <u>Nutrition Education</u> (1) Share information on nutrition trends and developments in child nutrition programs. (2) Promotes nutrition education resources to directors/supervisors. (3) Promote National School Lunch Week and National School Breakfast Week toolkit material provided by SNA.</p> <p>i. <u>Annual State Conference Planning</u> Serves as the steering committee to plan the Annual State Conference. (1) Coordinate with President-Elect to develop theme for the Annual State Conference. (2) Develop working sub-committees to include but limited to: keynote speakers, sessions, special activities, meals, etc. (3) Coordinate with Fundraising Committee to determine sponsorships.</p> <p>j. <u>Fundraising</u> This committee will be responsible for coordinating fundraising activities for the Board and committees. (1) Work with Annual State Conference Planning Committee to develop fundraising activities to sponsor functions</p>

	<p>at the Annual State Conference.</p> <p>(2) Assist the Board and committees on fundraising activities, upon request.</p> <p>(3) Ensure the Association is in compliance with all local, state, and federal laws pertaining to non-profits sponsoring certain fundraising activities.</p> <p>k. <u>Professional Development</u></p> <p>The Leadership Development Committee supports SNA of SC's mission and vision by identifying and recruiting potential members eligible to run for state leadership positions. The responsibility of the committee is to manage the national nominations and election process for the SNA Board of Directors and the Leadership Development Committee and to expand their role in recruitment of leadership talent for those national elected positions.</p>
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RATIONALE

This Proposed Amendment is to define the responsibilities of the Standing Committees and to add a Fundraising Committee to coordinate fundraising activities of the Association.

PROPOSED AMENDMENT #5: TO CHANGE THE TIMEFRAME FOR ANNUAL ELECTION
SUBMITTED BY: BYLAWS AND RESOLUTIONS COMMITTEE
REFERENCE: NONE

Current	Proposed
ARTICLE III OFFICERS	ARTICLE V OFFICERS
Section C. Election	Section C. Election
Election of Association officers, Area Representatives, and Section Chairs shall be online voting. Voting shall be conducted beginning at the State Conference and ending two weeks after the Conference. Persons elected shall be notified once the official results are confirmed and results shall be posted on the website.	Election of Association officers, Area Representatives, and Section Chairs shall be online voting. Voting shall be conducted beginning March 1 for a two weeks duration. Persons elected shall be notified once the official results are confirmed and results shall be posted on the website. Officers will assume positions August 1 st .

RATIONALE

This Proposed Amendment is to establish a new timeframe for election of officers. It is deemed beneficial for the officers to be elected closer to the time to assume their positions rather than wait ten months. This will enable a more efficient transition of officers of the SNA of SC.

If this proposed amendment passes the House, it will take effect immediately for the ballot for the 2020-21 Board.