

**CONSTITUTION AND BYLAWS
OF THE
MARYLAND SCHOOL NUTRITION ASSOCIATION**
(Revised September 2020)

**ARTICLE I
NAME**

- (1) The name of this association shall be the Maryland School Nutrition Association, also referred to as the association or MdSNA, a 501(c)(6) corporation chartered in the State of Maryland. MdSNA is a chartered affiliate of the School Nutrition Association (SNA) and bound by the SNA state affiliate agreement and the SNA bylaws.

**ARTICLE II
PURPOSES**

In accordance with the purposes of the School Nutrition Association, this association shall strive:

- (1) To maintain and improve the health and nutrition education of the school children through nutritionally adequate and educationally sound nonprofit school food service.
- (2) To work for high standards of nutrition education and school nutrition programs.
- (3) To create and promote public interest and support of the work including pertinent legislation.
- (4) To encourage and develop the highest standards for school nutrition programs personnel by providing appropriate educational programs.
- (5) To improve the well-being of Association members.
- (6) To support the mission and values of the School Nutrition Association.

**ARTICLE III
MEMBERSHIP**

Members shall apply for membership and pay dues directly to SNA except for state-only members.

Active members shall be any person engaged in nutritionally adequate, educationally-sound, nonprofit school nutrition work or related activities.

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

- (1) 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 shall be entitled to vote for the election of officers for the coming year and to vote upon any matter submitted to the voting membership. A person once qualified as an active member, but who ceases to be actively engaged in nonprofit school nutrition programs, may continue as an active member provided he or she does not accept employment in a non-eligible field.

Past presidents, upon their retirement, shall be granted a Life membership in the Maryland School Nutrition Association. A life member shall have all the rights and privileges of a school nutrition member provided that he or she is not employed in a non-eligible field.

Retired members whose dues are currently paid as of November 30 shall be entitled to vote for the election of officers and to vote on any matter submitted to the voting membership and shall be eligible to serve on committees subject to any additional restrictions in these bylaws. Additionally, retired members may be elected to state office of MdSNA.

- (2) 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.
- (3) Associate members: Associate member categories shall consist of students enrolled in post-secondary food, nutrition, health or other food-related programs, industry consultants, and corporations. Associate members shall have the right to identify their membership in their advertising or at exhibits at the Annual Convention of the Association. Associate members shall not have the right to vote or to serve as delegates or to hold elective office but may be appointed as a Committee member of the Industry Advisory Committee but not as Committee Chairperson.
- (4) 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.

- (5) Honorary members: Individuals not members of the Association, who have contributed greatly to its benefit, shall upon recommendations by the Executive Board, be granted honorary membership in the Association. Honorary members shall not have the right to vote, to serve as delegates, or to hold elected or appointed offices. They shall receive the official publication of the Association.
- (6) State-only members: Individuals may choose to be members of MdSNA and not SNA. Dues are paid directly to MdSNA.

**ARTICLE IV
ORGANIZATION OF AREAS**

- (1) The State of Maryland shall be divided into six areas for regional activities as follows:

- Area I: Garrett, Allegany and Washington
- Area II: Frederick, Carroll, Montgomery and Howard
- Area III: Baltimore, Baltimore City, Harford and Cecil
- Area IV: Prince George’s, Calvert, Charles, St. Mary’s and Anne Arundel
- Area V: Kent, Queen Anne’s, Talbot and Caroline
- Area VI: Somerset, Worcester, Dorchester and Wicomico

- (2) Affiliate local school food service associations shall be assigned to an area by the Executive Board. Affiliated local school nutrition authorities are assigned as follows:

- Area I: Garrett, Allegany and Washington
- Area II: Frederick, Carroll, Montgomery and Howard
- Area III: Baltimore, Baltimore City, Harford, Cecil and Archdiocese of Baltimore
- Area IV: Prince George’s, Calvert, Charles, St. Mary’s and Anne Arundel
- Area V: Talbot and Caroline
- Area VI: Somerset, Dorchester and Wicomico

**ARTICLE V
AFFILIATED LOCAL ASSOCIATIONS**

Any local school nutrition association may become a local chapter on the following basis:

- (1) The local association must have ten (10) or more members.
- (2) The local school nutrition association in any county in the State of Maryland or Baltimore City as identified in Article IV.

- (3) A local association whose food and nutrition programs members are employed by nonprofit sponsoring agencies participating in the Child Nutrition Programs.
- (4) As association of retired persons who were previously employed in an eligible field in nonprofit food and nutrition programs. Any member of the retiree's affiliate association may continue to be a member of a local school nutrition association.

Any local school nutrition association shall be eligible for affiliation with the State Association provided the following conditions are met:

- (1) Membership: At least 10 persons classified as active members in the Maryland School Nutrition Association.
- (2) Constitution and Bylaws: A constitution and/or bylaws in harmony with the Constitution and Bylaws of the Maryland School Nutrition Association shall be adopted. A copy of the current constitution and/or bylaws of each chapter shall be forwarded to the State Bylaws Chairperson at least sixty (60) days prior to receiving charter at the House of Delegates meeting. (See chapter requirements.)
- (3) Program of Work: The Program of Work of the affiliate association shall be in harmony with the program of work of the Maryland School Nutrition Association.
- (4) House of Delegates: Affiliate associations shall be represented in the House of Delegates as provided herein.
- (5) Local Chapter Officer's Requirement: Only school nutrition members of the Maryland School Nutrition Association shall serve as officers and delegates of affiliated associations. A list of the newly elected officers shall be sent by the local association to the Maryland School Nutrition Association Executive Secretary within 15 days of each election.

**ARTICLE VI
OFFICERS, EXECUTIVE BOARD AND COMMITTEES**

The affairs of the Maryland School Nutrition Association shall be managed and conducted by the Executive Board, House of Delegates, and Standing Committees. All officers must be Maryland School Nutrition Association and School Nutrition Association members.

- (1) Officers: The elected officers of the Maryland School Nutrition Association shall consist of a President, a President-Elect (who is automatically President for the following year), a Vice President (who is automatically President-Elect for the following year) a Secretary, a Treasurer, an Education Committee Chair, a Federal Legislative Chair, a State Legislative Chair and a Nutrition Committee Chair. Their duties shall be those usually ascribed to such offices.

- (2) The Executive Board shall consist of the following:
- The nine elected officers.
 - The presidents and presidents-elect of affiliate chapters shall become members of the Executive Board with voting privileges.
 - The chairperson of committees, Chief of School and Community Nutrition Programs, the Executive Secretary, and the immediate Past President serve on the Executive Board in an advisory capacity, but without voting privileges.
- (3) There shall be a House of Delegates consisting of the elected members of the Executive Board, standing committee chairpersons or co-chairpersons, presidents and presidents-elect of the affiliate chapters, and past state presidents for the preceding five (5) years.
- (4) The Standing Committees appointed by the President and approved by the Executive Board shall be:
- Advertising
 - Awards and Scholarship
 - Employee of the Year
 - Manager of the Year
 - Rhonda Motley Gold Success
 - Director of the Year
 - Innovation Award
 - Budget
 - Bylaws & Handbook
 - Certificate & Credentialing
 - Convention
 - House of Delegates
 - Industry
 - Marketing & Public Information
 - Membership & Affiliation
 - Nominating
 - Ways & Means
- (5) The Executive Committee shall consist of the President, President-Elect, Vice President, Secretary, Treasurer, the Immediate Past President, and one other person or persons selected by the President. The Chief of School and Community Nutrition Programs (or otherwise designated advisory person currently active in the Maryland School Nutrition Association) serves on the committee in an advisory capacity.

- (6) The term of office of the President, President-Elect, and the Vice President shall be one year. The term of office for the Secretary, Treasurer, Education Committee Chair, Federal Legislative Committee Chair, State Legislative Committee Chair, and Nutrition Committee Chair shall be two years. They will take office at the annual convention, following their installation at the meeting. If any office becomes vacant, the Executive Board shall appoint a successor for the unexpired term. Officers may be removed by a three-fourths vote of the entire Executive Board, provided that the affected officer is given the right to attend the meeting at which the action is taken and present a defense. Such a meeting may only be held in executive session.
- (7) The Chairpersons for Advertising, Awards & Scholarship, Bylaws & Handbook, Certificate & Credentialing, House of Delegates, Industry, Marketing & Public Information, Membership & Affiliation and Ways & Means shall serve at the discretion of the President.
- (8) An Executive Secretary shall be employed to assist the President and Executive Board in carrying out the duties and responsibilities necessary in the conduct of Maryland School Nutrition Association business.
- (9) Ad Hoc Committees, or special committees, shall be named by the President.

ARTICLE VII ELECTIONS

- (1) Once approved by the Executive Committee, the slate shall be presented to the Executive Board.
 - a. The office of the Vice President shall appear on the ballot each year.
 - b. The office of Secretary, Treasurer, Education Committee Chairman, Federal Legislative Committee Chairman, State Legislative Committee Chairman, and Nutrition Committee Chairman shall appear on the slate for two-year terms on alternate years.
 - c. On even years, the Vice President, Treasurer and the Nutrition Committee Chairman shall be elected.
 - d. On odd years, the Vice President, Secretary, Federal Legislative Committee Chairman, State Legislative Committee Chairman and Education Committee Chairman shall be elected.
- (2) All Officers of the Maryland School Nutrition Association shall be elected from the slate of officers prepared by the Nominating Committee at the Annual Convention Meeting. They will assume office immediately following their election at the meeting.
- (3) The Nominating Committee shall consist of the immediate Past President of the Maryland School Nutrition Association as the Chairman and at least two or more

- other members of the state association selected by the Chairman from the 6 areas identified in the Bylaws other than that of the area of the Chairman.
- (4) Nominations will be solicited by the Nominating Committee from the 6 areas of the state, identified in the Bylaws with help from county directors. No more than 2 members of any chapter shall be nominated as candidates in a two-year period to ensure adequate representation throughout the state.
 - (5) A slate of officers shall be presented to the Executive Committee for revision and approval prior to the May/June Executive Board meeting.
 - (6) The election shall be conducted in a cost-effective and efficient way. The Board shall determine the methodology, timelines for balloting procedures and notification of candidates. In the event a tie occurs during the election, the tie will be broken by lot.
 - (7) If a person is unable to fulfill an elected position for whatever reason, an appointment to the vacant position shall be made by the Executive Board.
 - a. If the office vacated is the President, then the President-Elect shall become the President and the Vice President shall become the President-Elect.
 - b. If the office vacated is the President-Elect, then the current President shall serve an extra 1/2-year term as President and the Vice President shall serve the other 1/2 year term as President. Each of those two offices then becomes 1 and 1/2 year terms as President.
 - c. The President-Elect is the Chairman of the Annual State Convention. If the President's term is extended for an additional 1/2 year, the current President shall be the Chairman of the Annual State Convention for two successive conventions.
 - (8) Informational biographies, for the slate of officers approved by the Executive Board, shall be included in a communication distributed to the entire membership such as in the fall edition of the *Serving Spoon* publication, the Annual State Convention Program and on the website.

ARTICLE VIII MEETINGS

- (1) General Membership: There shall be one meeting a year, which shall be held at such time and place as shall be designated by the Executive Board.
- (2) House of Delegates: A House of Delegates meeting shall be held during the annual meeting of the general membership. The House may be called into emergency session by the Executive Board.
- (3) Executive Board: Meetings of the Executive Board shall be held four times a year. Additional meetings may be called at the discretion of the President.

- (4) Executive Committee: The Executive Committee shall meet on call of the President or at the request of four members of the Executive Committee. The Executive Committee shall convene prior to any Board meeting to review matters and make recommendations.
- (5) Elected members of the Executive Board, committee chairpersons, and affiliate Chapter Presidents (one vehicle reimbursed per chapter) attending the Executive Board meetings shall be reimbursed for travel mileage at the rate prescribed by the Executive Board, dependent on the location of the meeting being held.
- (6) Meetings may also be held by telephone conference call or other electronic means by which all participants can hear and speak to one another at the same time.
- (7) Electronic notice of meetings may be sent electronically as allowed by law.

ARTICLE IX FISCAL YEAR

The fiscal year of the Association shall be consistent with that of the School Nutrition Association: July 1 to June 30.

ARTICLE X NONPROFIT

Any school nutrition program or other Child Nutrition Program maintained by a sponsoring agency for the benefit of children, all of the income from which is used solely for the operation or improvement of such service is exempt from income tax under 501(c)(3) Internal Revenue Code of 1954, as amended.

ARTICLE XI AMENDMENTS AND RESOLUTIONS

- (1) Method of proposal: Amendments and resolutions to these bylaws may be proposed in writing to the chairperson of the resolution committee no later than 60 days before annual meeting by any member of the Maryland School Nutrition Association Executive Board, Executive Committee and affiliated chapter of the state association. The Maryland School Nutrition Association Executive Board may be the sponsor or co-sponsor of the proposed resolution or amendment. Proposed amendments and resolutions to these bylaws shall be sent to SNA in accordance with the SNA state affiliation agreement.
- (2) All amendments and resolutions to be considered in the House of Delegates shall be emailed to all members of the House of Delegates no later than 14 days before the annual meeting.

- (3) Procedure – Amendments to Bylaws: These articles may be amended by a two-thirds vote of the membership present, at any duly constituted meeting of the House of Delegates.
- (4) Procedure – Resolutions: Adoption of proposed resolutions shall require a simple majority vote.

Proposed resolutions which are in conflict with the Bylaws will not be presented to the House.

Proposed resolutions may be submitted from the floor upon unanimous consent of the delegates.

ARTICLE XII PUBLICATIONS

The Association shall publish a newsletter, *The Serving Spoon*, and distribute it to the Maryland School Nutrition Association members.

ARTICLE XIII PARLIAMENTARY AUTHORITY

The 11th edition of Roberts 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 gets 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 XIV EFFECTIVE DATE

This constitution and bylaws as revised and amended shall become effective immediately following the Annual House of Delegates Meeting of the Maryland School Nutrition Association.