



# **Constitution and Bylaws**

# OSNA BYLAWS

## ARTICLE I NAME

The organization shall be known as the Oregon School Nutrition Association, with office located at the address of the current President and/or at a post office box.

## ARTICLE II PURPOSES

The purposes of this Association shall be as follows:

1. To maintain and improve child health through nutritionally adequate and educationally sound, non-profit school nutrition programs.
2. To maintain and further develop high standards for school nutrition programs.
3. To create and promote through co-operative efforts public interest in the cause of nutritionally adequate school nutrition programs for every child.
4. To further the professional growth of members through scheduled state meetings and by the stimulation of local organizations.
5. To encourage and promote interest in the training of all school nutrition personnel and to improve and protect their status.

## ARTICLE III MEMBERSHIP

### 1. Active Membership

Shall consist of persons employed in a food and/or nutrition program which services meals to children at the preschool, school, school district, college, state or federal level; persons engaged in teaching or administration at the aforementioned levels; persons engaged in teaching present or potential school foodservice personnel; personnel employed by a state affiliate; persons engaged in community nutrition programs; and persons who are students of or retired from the aforementioned programs. An active member, who ceases to be employed in a school food and/or nutrition program, may continue as an active member provided he or she does not accept employment in a non-eligible field.

### 2. Associate Member

Shall consist of persons employed in industry.

### 3. Affiliate Member

Shall consist of part-time school nutrition employees and retired members who choose the option of being non-voting supporter members.

ARTICLE IV  
DUES

1. Members shall pay dues on an annual continuing basis. The number of members on May 31 of any year shall be the official count of members in the state association for that year.
2. Dues shall be the same as dues prescribed for membership in the School Nutrition Association plus additional state dues as may be determined. State dues shall be subject to change by vote of the membership by mail or at any regularly constituted meeting.
3. The collection of dues shall be the responsibility of the National Association. Dues renewal notices will be sent from the national office directly to each member at the end of his membership year. Dues with the renewal notice shall be returned to the SNA national office immediately upon receipt of the renewal notice from the national office. Persons joining the Association for the first time shall submit dues directly to the national association.

ARTICLE V  
AFFILIATION

1. The Oregon Association shall be an affiliate of the School Nutrition Association
2. As an affiliate with more than 250 members, the state Association shall be represented in the School Nutrition Association House of Delegates by the President and President-Elect, or designated alternates if either cannot attend. Designated alternates shall be selected according to the order in which the officers and standing committee chairmen are named in this constitution. If none of these can attend, an alternate shall be appointed by the President subject to the approval of the Executive Board.
3. Affiliate Chapters. Any group of ten or more members of the Oregon School Nutrition Association may, on written application and approval by the Executive Board, become an affiliated Chapter of the State Association on the following basis.
  - A. The membership year of such affiliated Chapter shall be on an annual continuing basis.
  - B. Each Chapter shall be known as School Nutrition Association with its local name preceding such title.
  - C. A constitution in harmony with the constitution of the Oregon School Nutrition Association shall be adopted. The purpose and program of the affiliated Chapter shall be in harmony with the purposes and Plan of Action of the Oregon School Nutrition Association. Each group applying for affiliation shall submit a

copy of its constitution to the President of the state Association. Each time these documents are changed there-after, the changes shall be submitted to the President within 15 days of adoption.

- D. Applications for Chapter affiliation must be acted upon by the Executive Board of the state Association at its first meeting following receipt of the application.
- E. Only active members of the Oregon School Nutrition Association shall serve as officers, delegates or committee chairmen of affiliated Chapters. A list of newly elected officers shall be sent to the President of the state Association within 15 days of each, election.
- F. Any Chapter not meeting these requirements shall be notified by the state Secretary, as directed by the Executive Board, that if requirements are not met within 90 days, the Chapter shall be dropped from the list of affiliated Chapters.

## ARTICLE VI ORGANIZATION- AREAS

The State of Oregon shall be divided into six areas as follows:

- Area I            Clackamas, Clatsop, Columbia, Multnomah, Tillamook and Washington Counties
- Area II            Benton, Lincoln, Linn, Marion, Polk and Yamhill Counties
- Area III           Coos, Curry, Douglas, and Lane Counties
- Area IV           Jackson, Josephine, Klamath and Lake Counties
- Area V            Crook, Deschutes, Gilliam, Hood River, Jefferson, Sherman, Wasco and Wheeler Counties
- Area VI           Baker, Grant, Harney, Malheur, Morrow, Umatilla, Union and Wallowa Counties

## ARTICLE VII OFFICERS AND DUTIES

In the event of a vacancy in the office of President and President-Elect, **the Secretary/ Treasurer** shall serve as President until the next regularly elected officers are installed.

1. Elected officers of the Association shall be President, President-Elect, Vice-President, Secretary/ Treasurer and Area Representatives.
2. Officers shall be elected as provided here-in and shall serve for their elected term

or until duly qualified successors shall be elected.

A. **President.**

The President shall take office on the first of September following election and serve for one year.

**Duties.**

The President shall be the chief executive officer of the Association, the Chairman of the Executive Board and the ex-officio member of all committees. The President shall preside at all meetings of the Association, the Executive Board and House of Delegates; appoint, subject to the approval of the Executive Board, chairmen of all committees and approve members of all committees except as here-in provided; co-sign checks for payment of bills which have been approved by the Executive Board; see that all orders and resolutions of the Executive Board are carried out; serve as delegate to the School Nutrition Association House of Delegates and perform all other duties usually associated with the office of President or specifically provided for here-in.

B. **President-Elect.**

The President- Elect shall serve for one year, and at the close of the next membership year after election shall automatically become President of the Association.

**Duties.**

The President-Elect shall become acquainted with all duties devolving upon the President, other officers, Executive Board, committees and affiliated Chapters; serve as General Chairman for the annual state Conference unless otherwise provided by Executive Board action; serve as a member of the Budget Committee; and perform the duties of the President in his absence.

C. **Vice President**

The Vice-President shall serve for one year, and at the close of the next membership year after election shall automatically become President-Elect of the Association.

**Duties**

The Vice-President shall assist the President-Elect in their duties as requested.

D. **Secretary/Treasurer**

The Secretary/Treasurer shall take office on the first of September following election and serve for two years.

### **Secretary Duties**

The Secretary shall be responsible for keeping a correct record of all the meetings of the Association in books belonging to the Association; send notices and minutes of meetings to members of the Executive Board; conduct such correspondence as the Association, the Executive Board shall direct; and arrange and conduct elections as here-in provided.

### **Treasurer Duties**

The newly elected Treasurer shall cross train with current Treasurer until the end of the current Treasurer's term. The Treasurer shall receive and have custody of all other securities of the Association; keep full and accurate account of all receipts and disbursements in books belonging to the Association; co-sign checks and pay all bills which have been approved by the Executive Board; render an audited account at the end of his/her first fiscal year and at the end of his/her term of office; and serve as Chair of the Budget Committee.

### **E. Area Representatives**

Area Representatives shall take office on the first of September following election and serve for two years.

### **Duties**

The Area Representatives shall promote the Plan of Action of the Association and keep the membership in his/her area informed of the activities of the state Association. He/she will promote membership and assist in organizing new Chapters, attend meetings of local Chapters and submit to the Executive Board written reports as requested

## **ARTICLE VIII** **GOVERNMENT**

### **1. Management.**

The affairs of the Association shall be managed and conducted by the Executive Board.

### **2. Executive Board Organization.**

Members of the Executive Board shall be the elected officers: President, President-Elect, **Secretary/ Treasurer**, the Area Representatives and the Immediate Past President. Past Presidents shall serve as consultants to the Executive Board. Duties. The Executive Board shall determine administrative policies and manage the business of the association. The Executive Board shall have the following responsibilities:

- a) To make and amend rules of procedure, consistent with the Constitution and by-laws, for the management of the Association's affairs.
- b) To review and approve statements of expenses before they are paid.
- c) To decide upon questions of co-operation with other state associations.

- d) To review and approve the program for each State Conference.
  - e) To review and approve the plans and Program of Work for all committees.
  - f) To fill, at a meeting of the Board or by written or email ballot, vacancies in any elective office except that of President, and to replace officers unable to fulfill the responsibilities of their position.
3. The Executive board shall meet at the call of the President or upon request of seven members of the Board. Seven members shall constitute a quorum. Minutes of the meetings shall be sent to all members of the House of Delegates.

## ARTICLE IX ELECTIONS

1. Ballots.

Election of the officers of the Association shall be held annually in February. The Vice President will coordinate with area representatives to communicate with members on which positions are up for election and recruiting candidates. The secretary will gather the list of nominees and their bios and prepare the ballots. Ballots will be sent electronically to all members in good standing. The Secretary will be responsible for collecting results and reporting the results to the President. Election results will be announced at the annual state conference.

2. Eligibility.

To be eligible for nomination to any state office, a member must have held membership in the Association for at least two years immediately preceding the nomination, and shall have shown leadership and ability by effectively serving the state or local school food service association as an officer, on a committee, or as a program participant, and have demonstrated his interest in Association affairs by having attended at least one state conference.

President - Elect.

A member of the executive board or as Chairman of a Functioning committee within the preceding three years, must have attended at least one state conference within the period.

Vice President

The candidate shall be an active OSNA/SNA member, elected annually and agree to a 4 year commitment.

Secretary/Treasurer.

A Secretary/Treasurer shall be elected biennially.

Area Representatives.

Area Representatives shall be elected for a two-year term with the Representatives for the even-numbered areas to be elected in even years only and the Representatives for the odd-numbered areas to be elected in

odd years only, except for the first year when Representatives from Areas II, IV, and VI shall be elected for one year only. Voting for the offices of Area Representatives shall be limited to the membership of the area concerned.

3. All active members whose dues are not in arrears shall be entitled to cast one vote by for the election of the slate of officers for the ensuing year,

## ARTICLE X ACTIVITIES

The activities of the Association shall be conducted by the Executive Board and committees.

Committees:

All standing committees report to the Executive Board

- a) Terms: Members shall be appointed by the President, subject to Board approval, for a one year term unless otherwise specified.
- b) Eligibility: It is recommended, members of a committee or an advisory board shall be SNA certified with the exception of Associate Industry members
- c) Structure: Given the opportunity, there shall be a co-chair for all standing committees

There shall be the following standing committees:

1. Budget.

This committee shall affairs by having consist of the Secretary/Treasurer as Chairman, the president, President-elect, and a Past-President, appointed by the President. This committee shall draft a budget of expenditures for the ensuing fiscal year and submit it to the Executive Board for approval; select certified public accountants or other qualified persons to audit the Association's accounts at the close of each membership year and at such other times as the Executive Board may request; and give counsel upon any and all financial matters affecting the Association if so requested by any of its governing bodied, committees, or affiliated Chapters.

2. Nominating.

This committee shall consist of all Area Representatives and chaired by the Vice President.

3. Professional Development.

This committee shall consist of a chairman and at least four people appointed by the President and approved by the Executive Board, and shall be responsible for organizing and promoting educational opportunities for members, including certification.



4. Editorial.

This committee shall consist of a Chairman and at least two other members appointed by the President with approval of the Executive Board, and shall be responsible for preparing and issuing an Association newsletter to be known as Grapevine. The Chairman shall serve as Newsletter Editor.

5. Legislative.

This committee shall consist of a chairman and at least two other members appointed by the President with the approval of the Executive board. Those committee shall, under the direction of the Chairman, review correspondence received from the School Nutrition Association Legislative Chairman, and keep the Executive board and affiliate Chapters informed on legislation relating to school food services.

6. Nutrition Standards and Nutrition Education.

This committee shall consist of a chairman and at least two other members and shall be responsible for making available to the membership current nutrition information through development and/or distribution of materials.

7. Membership.

The Membership Chair shall be responsible for promoting membership and maintaining membership files. The Membership Chair shall report to the Executive Board.

ARTICLE XI  
MEETINGS

1. Executive Board Meeting.

Executive Board meetings shall be held for the purpose of considering information, reports, transactions and other business of the Association.

Regularly scheduled Board meetings shall be held as follows:

- A. Joint meeting with the incoming Board at the time of the annual spring conference.
- B. Meeting following the spring conference and prior to July 1.
- C. Meeting following the School Nutrition Association summer convention, or in early fall.
- D. Other meetings on call of President as needed, or upon request of seven voting members of the Board.

2. Special Meetings.

Special meetings of the members may be called by the Executive Board. Members shall be notified of these special meetings fourteen days in advance.

ARTICLE XII  
FISCAL YEAR

The fiscal year of the Association shall be September 1 through August 31.

ARTICLE XIII  
AMENDMENTS

1. Amendments for this Constitution may be proposed in any of the following ways:
  1. By any OSNA member in good standing, an affiliated Chapter or small group of members who shall request Executive Board action on their proposed amendment. If approved, it shall be presented to the membership as provided here-in.
  2. By majority vote of the Executive Board.

Procedures for Amending Bylaws:

1. Amendments to these bylaws shall be proposed in writing no later than 90 days prior to any Executive Board meeting.
2. Proposed amendments will be printed in the OSNA newsletter and posted to the OSNA website at least 90 days prior to the final vote by the Executive Board to give members time to comment on the amendment.

ARTICLE XIV  
PROCEDURE

1. "Robert's Rules of Order Revised" shall constitute the parliamentary authority when conducting meetings of the Association.

ARTICLE XV  
EFFECTIVE DATE

Constitution adopted October, 1950.

Revisions made, approved and became effective on the following dates:

July 1	1954	Sept 30	2007
February 5	1957		2010
July 1	1963	Jan 18	2019
January 15	1965		
March 6	1966		
November 15	1967		
July 1	1968		
May 15	1970		
July 1	1973		
July 1	1978		
March 11	1989		
March 12	1999		