**Indiana School Nutrition Association**

**Industry Advisory Council Bylaws**

1. **Purpose:**

The purpose of the Industry Advisory Council (IAC) is to act as a liaison between the Indiana School Nutrition Association (ISNA) and interested parties marketing their goods and services to the school food service community. The IAC shall promote interaction and mutual cooperation between industry and members of ISNA.

1. **Membership:**

The IAC shall have a total of sixteen (16) members.

1. Industry Representation
2. There shall be ten (10) industry representatives on the IAC.
3. Nine (9) serving standard terms, with the Immediate Past IAC Chairman serving one (1) additional year as a consultant.
4. Industry membership shall break down as follows:
5. Minimum of four (4) members from food distribution, food broker, food manufacturing firm, or food product association.
6. Minimum of four (4) members from any non-food segment (i.e. equipment manufacturers’ representative, food service equipment dealer, paper and/or chemical sales firm, service and parts agency, etc.).
7. One (1) “At-Large” member from either segment stated above.
8. The standard terms shall be three (3) years in length.
9. Terms shall be spaced so that not all Industry positions are replaced every three (3) years.
10. ISNA Representation
11. There shall be six (6) ISNA representatives:

ISNA President, ISNA President Elect, ISNA Vice President, Professional Development Chair, Association Service Representative, and an Active ISNA Past President.

1. ISNA representatives will serve on IAC as long as they are in an eligible position.
2. The active ISNA President will be appointed by the ISNA president and the IAC Chair.
3. All members of the IAC have full voting privileges with the exception of the Association Service Representative.
4. **Criteria for Industry Representatives to be Placed on the IAC:**
5. Their company shall be a Gold or Silver Level Partner of ISNA.
6. The person must be nominated by a current member of the IAC.
7. The person must be approved by a majority of the current IAC membership in attendance at the Council meeting designated for elections (meeting prior to Annual Conference).
8. Reside or perform a majority of their business in the state of Indiana.
9. **Nominating and Seating Procedure for Industry Representatives:**
10. New member nominations and selections are to be completed at the meeting prior to Annual Conference.
11. New members are to be announced at the Annual Conference.
12. New terms officially begin with the first IAC meeting after the Annual Conference but involvement will be encouraged immediately following election.
13. Outgoing Council members will remain through the Annual Conference.
14. **Officers:**
15. There shall be a Vice-Chair to be elected from the Industry representatives on the Council.
16. The Vice- Chair will automatically progress to the office of Chair.
17. The nomination and election of the Vice-Chair shall take place at the IAC meeting prior to the Annual Conference.
18. The election of the Vice-Chair shall be by a majority of the current IAC membership in attendance at the election meeting.
19. The Chair and Vice-Chair are to be announced at the Annual conference and begin their terms immediately following the conference.
20. The Chair will serve as consultant to the IAC for one (1) year following their term.
21. The Vice-Chair shall act as Recording Secretary for the IAC. He/she shall record and distribute minutes for all IAC meetings.
22. A record of those in attendance and those absent will be retained as a part of the minutes.
23. The Chair shall send out a meeting announcement and agenda at least one (1) week prior to all scheduled meetings.
24. **Member Obligations:**
25. To attend all scheduled IAC meetings.
26. In the event of unavailability, a member should contact the Chair in advance.
27. To attend and help coordinate all IAC sponsored events.
28. To promote and support ISNA and school food service.
29. To promote that a quorum be present at all meetings to properly conduct elections and voting on all items for approval. A quorum shall be deemed present when a minimum of ½ + 1 of total membership is present.
30. **Member Removal:**
31. Any member that fails to fulfill their obligations may be removed from the IAC by a ¾ majority of the current IAC memberships in attendance at the meeting.
32. Reasons for removal would be absence from two or more IAC meetings, failure to support IAC principles, failure to attend and support IAC sponsored activities, failure to support the principles of ISNA, and employment with a non-eligible employer.
33. Upon the removal of a member prior to the conclusion of their term, a new member shall be nominated and elected to complete the term by a majority of the current IAC membership in attendance at the meeting.
34. **Member’s Seat Ownership:**
35. As the industry members were elected, not their employers, the representative that changes employment during the course of their term will retain their seat as long as they remain active with ISNA and their new employer is a Gold or Silver Level Partner.
36. If a member cannot or will not retain their seat, the representative’s employer shall have first opportunity to propose a nominee for the completion of the term. The transfer of the position to the proposed member shall be accepted by a majority vote of IAC membership.
37. If the company does not want representation, the IAC will nominate and elect another candidate from the same category.
38. **Term Limitations:**
39. No industry representative, or company shall serve two (2) full consecutive terms unless there are no new interested candidates and/or approved by a majority vote.
40. No company shall ever have more than one (1) representative on the IAC at any given time.
41. An industry representative can be re-appointed to the IAC after an absence of at least one (1) year.
42. An industry representative that has completed an unexpired term, is immediately eligible for a full three (3) year term if they have served less than eighteen (18) months of the unexpired term.
43. **Financial Status of IAC:**
44. The IAC shall be a line item on the ISNA annual budget.
45. Any financial activities of the IAC must be ISNA Executive Board approved.
46. The IAC will not be a financial burden to ISNA.
47. **General Responsibilities of the IAC:**
48. To work in conjunction with ISNA’s committees to coordinate and conduct workshops and conferences.
49. To actively promote Gold & Silver Level Partnerships in ISNA within the various facets of the food service industry.
50. To act as the communications link to industry regarding all ISNA activities.
51. To provide insight to the ISNA Executive Board regarding industry reaction to Board decisions.
52. To provide guidance to ISNA regarding advertisement, exhibits, and fee structuring.
53. To provide a representative to report to the ISNA Executive Board on industry feedback from Conference and other ISNA workshops and activities.
54. To provide legislative support to ISNA when needed.
55. **Meetings:**
56. A minimum of two (2) “live” meetings will be held throughout the year. These meetings are typically scheduled in coordination with the ISNA Executive Board meetings, but are not required to be.
57. Additional meetings will be held at the discretion of the Chair. Special meetings will be called upon when necessary and may be a combination of “live” meetings and web based meetings.
58. 50% + 1 of the membership must be present to constitute a quorum for the ¾ majority vote to elect members, elect officers, or to remove a member. Votes on other issues will require a majority of the members present.
59. A minimum of one (1) educational seminar shall be planned and conducted.
60. Industry sponsored activities will be planned and conducted for the ISNA Annual Conference.
61. Electronic voting may be used when necessary but requires a minimum of 48 hour turnaround time.
62. **Bylaw Amendment or Revision:**
63. These Bylaws may be amended by a majority of the IAC membership and acceptance by the majority of the ISNA Executive Board.
64. Upon acceptance, they will be placed as a permanent record in the ISNA Policy/Procedure Manual.

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