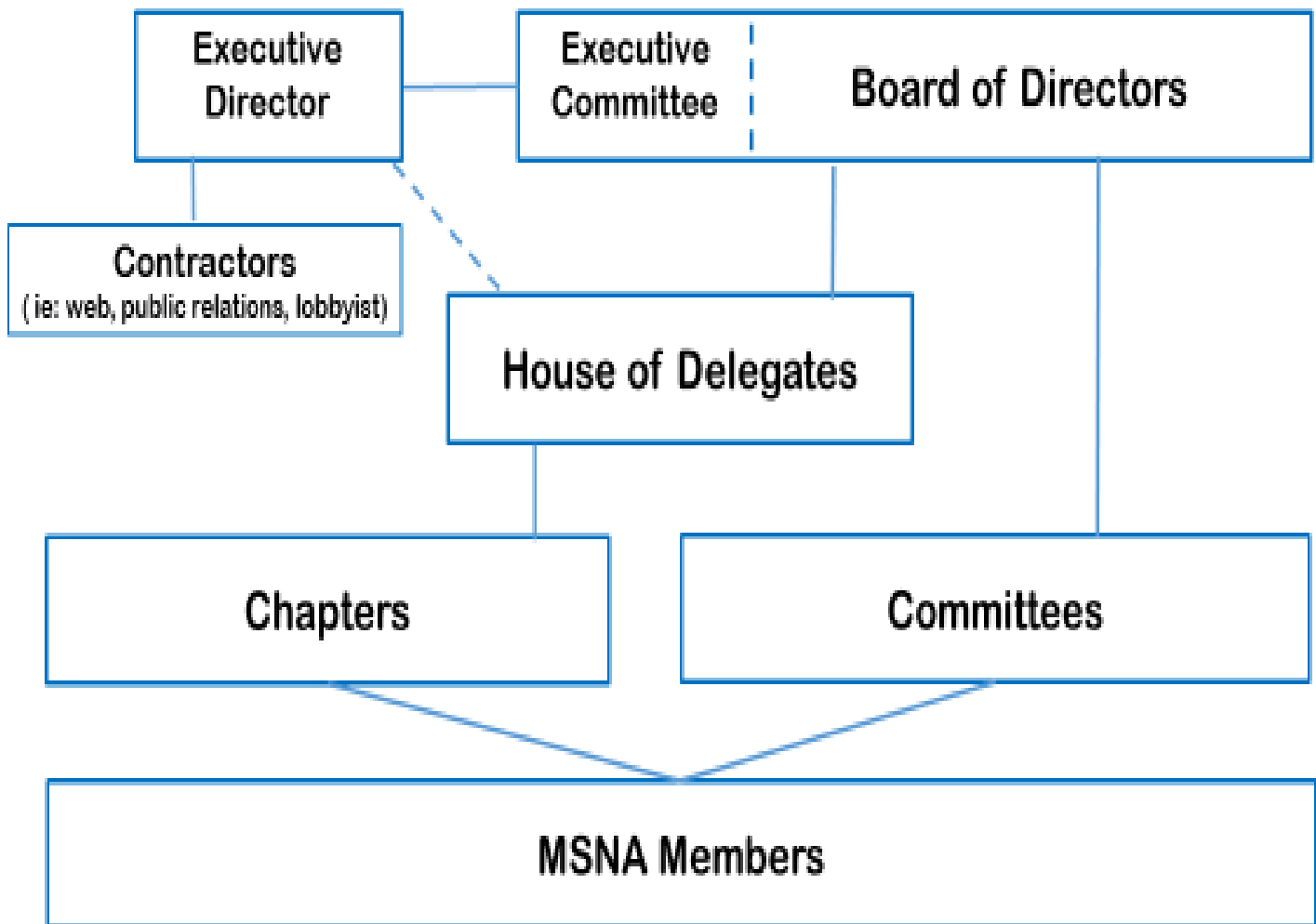




***POLICY  
PROCEDURES  
MANUAL***

***2019***

## MSNA Organizational Chart



***SECTION I***

**MEMBER ELECTED OFFICERS**

**OF**

**EXECUTIVE BOARD**

The elected officers of the Association shall consist of the president, president-elect, vice president and secretary/treasurer.

## **PRESIDENT**

The President shall be chief spokesman and represent the Minnesota School Nutrition Association in policy matters and direct the implementation of the plan of action, guiding the association toward realizing its mission, vision through effective leadership. In addition the president shall serve as chair of the executive board and executive committee and on other association committees as necessary. Appoint consultants and/or replace committee members/advisory boards as needed and with board input. Initiate the response to action taken by the house of delegates and the executive board. The President shall serve a one year term.

### **General Responsibilities**

1. Serve as Executive Officer of the Association, after the installation at the Annual State Conference.
2. Set the date, time and place for Executive Board meetings.
  - a. Work with the Executive Director to prepare an agenda for each Executive Board meeting.
  - b. Direct the Executive Director to send a notice of the Board meeting to all Board members at least two weeks before the date of the meeting.
3. Execute the program of work for the Association in conjunction with that of SNA, which will be presented at the SNA Leadership Conference.
4. Take an active part in setting up the budget for the Association.
5. Represent the association at SNA Conferences per travel policy.
6. See that all motions, recommendations, and resolutions of the Executive Board are implemented and shall see that a recommendation of the House of Delegates are duly considered.
7. Expected to attend and participate in local chapter meetings as requested by the chapters during the term of office. The President should be available to attend meetings that concern the Association.
8. Advise Bylaw Committee, as Ex-Officio.
9. Official contact between MSNA and SNA.
  - a. Shall submit all requested information and may apply for any award(s) as needed.
  - b. Within 15 days after election, shall advise the SNA Executive Director and Regional Director of newly elected officers, with the assistance of the Executive Director.
10. Serve as a voting delegate to the House of Delegates at the annual meeting of SNA and MSNA.
11. Shall submit articles to the Association's publications.
12. Prepare written reports of all SNA-sponsored meetings or conferences attended, to be presented at the next Executive Board Meeting and to submit a copy of the written report to the Executive Director to be used in the association publication.

13. Present the new Slate of Candidates from the Leadership Development Committee, prior to the election process.
14. Work with Elected Officers to appoint Education, Membership and Public Policy Chairs.
15. Exercise all other general powers of supervisory and active management usually vested in the office of the President.
16. Prepare a report of the years events for the Annual Business Meeting.
17. Be responsible for supervising and reviewing work of the Executive Director
18. Serve on the Finance Committee.
19. Lead and implement the MSNA Strategic Plan and Plan of Action.
20. Work closely with President Elect and keeps him/her informed of all activities and association goals to establish continuity. Transmit to the incoming President all cumulative and pertinent information.
21. Upholds policies, procedures and values established and adopted by the board.
22. Shall conduct an informal review of Executive Director at the last scheduled Executive Board meeting.

## **PRESIDENT ELECT**

The President-Elect shall perform the duties and functions of the President whenever necessary in the absence of the President or inability to act. The President-Elect succeeds to the office of president following official installation at the annual conference or in the event of the president's death, resignation, or removal of office. If fulfilling a vacancy in the office of president, the president elect shall then continue in service and also serve the usual term as president the following year.. President Elect shall serve a one year term.

### **General Responsibilities**

1. Become familiar with:
  - a. The duties and responsibilities of the President.
  - b. The responsibilities of the Executive Board, including all committees. MSNA, Mission, Vision and Values, Policy / Procedures Manual and Bylaws.
2. Prepare to assume the duties of President:
  - a. Be prepared to take over the role of President in the President's absence or inability to act.
  - b. Perform duties as assigned or requested by the President.
3. Promotes the Association's Strategic Plan of Action.
4. Preside over the House of Delegates.
5. Serve in the following capacities:
  - a. Chair the Strategic Planning committee when initiated by the board.

- b. Serve on the Finance Committee.
  - c. Serves as the Official chair for the Annual Conference Committee, working with an approved conference chair & co-chair.
  - d. Conducts chapter leadership workshops in conjunction with the Vice President.
  - e. A voting member of SNA (if in attendance) and of MSNA House of Delegates.
6. Prepare written reports for the Executive Board to be presented at the Executive Board meetings, Leadership Conference, and House of Delegates when held.
  7. Attend MSNA Chapter meetings as requested and able.
  8. Represents the association at the SNA Leadership Conference per travel policy.
  9. Prepare state Strategic Action Plan for upcoming year, developed with SNA initiatives in mind and present the plan at the MSNA Leadership Conference for the upcoming year as president.
  10. Represents MSNA at state conferences when scheduled to attend on behalf of the Association per travel policy.
  11. Shall submit articles to the Association's publications.
  12. Prepare written reports of all SNA-sponsored meetings or conferences attended, to be presented at the next Executive Board Meeting and to submit a copy of the written report to the Executive Director to be used in the association publication.
  13. Pass on pertinent information and resources to the incoming President Elect.
  14. Shall conduct an informal review of Executive Director at the last scheduled Executive Board meeting.

## **VICE PRESIDENT**

The Vice President shall work with the chapters promoting the Plan of Action and the Strategic Plan. This position will serve as a liaison between the chapter affiliates and the Executive Board. The Vice President shall succeed to the office of President Elect following official installation at the annual conference or in the event of the President Elect's death, resignation, or removal from office. If filling a vacancy in the office of the President Elect, the vice president shall then continue in service and also serve the usual term of president elect the following year. The Vice President shall serve a one year term.

### **General Responsibilities**

1. Succeeds to the office of President Elect.
2. Performs duties of the President Elect in the President Elect's absence.

3. Promotes the Association's Strategic Plan of Action.
4. Is available to assist chapter affiliates, promotes membership and professional growth.
5. May attend chapter meetings and may perform installation ceremony of chapter officers.
6. Conducts chapter leadership workshops in conjunction with the President Elect.
7. Attends SNA Leadership Conference per travel policy.
8. Serves on the following committees: Marketing, SNIP, ByLaw Committee, Finance, Annual Conference Exhibit Hall Committee.
9. Voting member of the MSNA House of Delegates.
10. Shall submit articles to the Association's publications.
11. Prepare written reports of all SNA-sponsored meetings or conferences attended, to be presented at the next Executive Board Meeting and to submit a copy of the written report to the Executive Director to be used in the association publication.
12. Be responsible as keeper of the association operating manuals. The Vice President, along with the Executive Director, will be responsible for updates on the procedure manual, policy guides and travel policies and to keep them in compliance. In preparation for his/her term as of office, the Vice President shall read the Bylaws, all manuals to gain a complete understanding of the procedures they will need in the future. Annually, the manual shall be completely reviewed and posted online.

## **SECRETARY/TREASURER**

The Secretary/Treasurer monitors association funds, investments and securities, including budget preparation. Shall work directly with the President and Executive Director to handle communication efforts for the association's members. The position shall oversee the financial operations of the association and the financial responsibilities of the Executive Director. The Chair will work with the Finance Committee to prepare the annual budget and notify the Executive Board for approval. Shall furnish Committee Chairs with budget allocations. The Secretary/Treasurer will chair the Finance Committee. Shall serve a two-year term, with election to be held in the even years. Can run for re-election for another 2-year term upon contact from/by the Leadership Development Committee to be placed on the ballot.

### **General Responsibilities**

1. Promotes the Association's Strategic Plan of Action.
2. May attend chapter meetings or installations, as requested.

3. Shall have the responsibility for funds and securities of the Association. In this capacity, the Secretary/Treasurer shall:
  - a. Work with the Executive Director to make sure that accurate records are kept of all receipts and disbursements by budgeted accounts in the official records, belonging to the Association. Official software program is QuickBooks.
  - b. Reviews all monthly deposits reports from Executive Director
  - c. Obtain and review all credit card charges with receipts.
  - d. Obtain monthly online bank statements for reconciliation of QuickBooks.
  - e. Oversees all expense claims for the Executive Board and Committees. Reimbursement should be submitted for approval on the "Reimbursement Voucher Form" (see Appendix) with receipts attached per policy.
    - 1.) The Committee Chair, Secretary/Treasurer and/or Executive Director must approve all expense claims.
    - 2.) The Executive Board must approve all expense reimbursements if they are over the amount budgeted or if the expense was not budgeted.
  - f. Review and monitor contracts of Executive Director, Contracted Lobbyist and other contracted consultants (ie: public relations firm, website) and bring to Executive Board for approval.
  - g. Furnish a written report of the financial standing of each budgeted account at each Executive Board Meeting
  
4. In order to complete the efficient transfer of the Association's records between Secretary/Treasurers, the following procedures shall be used:
  - a. The outgoing Secretary/Treasurer will present a financial report to the Executive Board of the period ending on December 31, or on the date of the Executive Board Meeting, whichever occurs first. This report shall be considered the final report of the fiscal year.
  - b. At the time of the Annual State Conference, the outgoing Chair will work with the incoming Chair to explain procedures of conference expenses and revenues.
  - c. By September 1, the outgoing Chair shall have met with the incoming Chair to explain how the records are kept and to review the policies and procedures relative to the Secretary/Treasurer. At that time, the pertinent records shall be turned over to the incoming Secretary/Treasurer.
  - d. When possible, the checking and savings accounts shall remain with the same banking institution.
  - e. Checks written over the amount of \$5000.00 requires two signatures. Check signers are President, President Elect, Vice President and Secretary/Treasurer.
  - f. Shall keep a copy of the MSNA Articles of Incorporation on file.
  - g. Shall assist the Executive Director in filing Federal and State Taxes by deadline of each fiscal year. Fiscal year is January 1 through December 31.



- h. Shall maintain sound financial practices, by recommending to the Executive Board that funds be deposited in an interest-bearing account above the amount needed for anticipated expenses and prepare reports of such funds.
- 5. Shall submit articles to the Association's publications.
- 6. Prepare written reports of all SNA-sponsored meetings or conferences attended, to be presented at the next Executive Board Meeting and to submit a copy of the written report to the Executive Director to be used in the association publication.
- 7. Shall, publish a Financial Update to membership (year in review) in the Association's Publication.
- 8. With input of the Executive Board and Committee Chairs, shall develop an annual budget. Work toward a 2-3-year budgeting cycle.
- 9. Shall chair the Finance Steering Committee, which includes: President, President Elect, Vice President The responsibilities will be to: set the budget, dues, conference profits, and guidelines for fees and expenses.
- 10. Shall chair the Revenue Generating Committee, as needed, which includes: Industry Chair, Annual Conference Exhibit Hall Chair, Vice President and Executive Director. Revenue sources may include: conference booths, advertisements, grants (private and public), emporium sales and sponsorships.
- 11. Attends SNA Leadership Conference per travel policy.
- 12. Voting member of the MSNA House of Delegates.

## ***SECTION II***

### **MEMBER ELECTED DIRECTORS**

**OF**

### **EXECUTIVE BOARD**

The elected directors of the Association shall consist of the Nutrition Chair and the Industry Chair

## **NUTRITION CHAIR**

The Nutrition Chair shall represent the association in matters that relate to the topic of nutrition and nutrition agencies, professional associations and other organizations of the state. The Nutrition Chair shall assemble a committee as necessary and shall be responsible for developing nutrition awareness among all members, enabling them to better cooperate in the coordination of the school food service program with nutrition education in their schools. Shall serve a two-year term, with election to be held in the odd years.

### **General Responsibilities**

1. Attend all Executive Board meetings and participate in strategic action plan
2. Oversees Nutrition Conference. Provides leadership, support and resource materials for the Nutrition Committee.
3. Monitors USDA proposals in regard to nutrition issues.
4. Promotes nutrition education.
5. Promotes the President's Strategic Plan of Action
6. Serves on the following committees:
  - a. Marketing
7. Prepares an annual summary of developments relating to nutrition aspects of school nutrition programs for the House of Delegates.
8. Serves as a resource to the Executive Board members and local chapters.
9. Serve a two-year term, with election to be held in the odd years. May run for re-election for another 2-year term upon contact from/by the Leadership Development Committee to be placed on the ballot.
10. Shall submit articles to the Association's publications.
11. May serve as MSNA representative as needed to affiliate organizations with board approval.
12. Attends SNA Leadership Conference per travel policy.

## **INDUSTRY REPRESENTATIVE**

The Industry Chair shall be elected by and from the MSNA Industry members for a term of two years beginning in an even numbered year. The Industry Chair also coordinates and plans the Industry conference and related activities. The Industry Chair also chairs the Industry Advisory Board. Shall not be eligible for the Industry Partner of the Year award while serving his/her term.

### **General Responsibilities**

1. Assemble Industry Committee (SNIP) to consist of the Executive Director, Secretary/Treasurer, 4 Industry members and 4 MSNA Members.
2. Attend all Executive Board meetings.

- a. Serve as a resource to Executive Board members and local chapters.
- b. Serve as chair of the Industry Advisory Board (IAB).
  - i. Works with IAB on MSNA strategic goals
- 3. Advise on committee activities and seek Executive Board support as needed.
  - a. Conduct committee meetings with appropriate resource people.
  - b. Submit an annual budget request.

#### Communication

- 4. Submit articles for the MSNA publication.
  - a. Furnish information to chapter officers and present programs when requested.
- 5. SNA
  - a. Act as a resource and interpret national activities that may be useful for the MSNA Plan of Action.
  - b. Evaluate other states' material and share MSNA program resources.
  - c. Furnish information as needed to the SNA Headquarters office, SNA Executive Board, or other standing committees as requested.

#### Duties

- 6. Act as liaison between Industry and Allied Groups that share mutual interest and concerns with MSNA.
- 7. Inform and seek support from Industry and Allied groups regarding pending legislation and other Association concerns.
- 8. Be responsible for recruitment of Industry memberships.
  - a. Application and renewal forms shall be available at the Annual State Conference or placed in packets for potential and existing Industry members attending the Annual Conference Exhibit Show. Renewal forms and reminder letters shall be sent to current Industry partners no later than December 1 of each year. (Membership duration shall be January 1 - December 31.)
  - b. All applications are to be sent to MSNA Executive Director, with checks made payable to MSNA.
- 9. Plan an Industry Conference (SNIP) to be sponsored or co-sponsored by MSNA with Industry and Allied Group
- 10. Accept additional duties and responsibilities as requested by the President.
  - a. Provide at least two (2) qualified candidates names from Industry or Allied members to serve on Executive Board. Qualified candidates will be subject to approval by the Executive Board for election by Industry members.
- 11. Shall oversee the Chair and Co-Chair for the Annual Conference Industry Exhibit Show

***SECTION III***  
**BOARD APPOINTED**  
**DIRECTORS**  
**OF**  
**EXECUTIVE BOARD**

The board appointed directors of the Association shall consist of the Education Chair, Member Services Chair and the Public Policy Chair

## **EDUCATION CHAIR**

The Education Chair shall focus on the training and professional development plan of educational activities for the association by chairing and/or appointing subcommittees as appropriate. The Education Chair shall be appointed by the elected officers. Term of office is two years with the option of an additional two year term, rotate off the Executive Board in even years.

### **General Responsibilities**

1. Attend all Executive Board meetings and participate in strategic action plan. Advise Executive Board on committee activities.
  - a. Conduct committee meetings as deemed appropriate.
  - b. Develops goals based on the Plan of Action and Strategic Plan.
  - c. Assign sub committees as appropriate.
  - d. Develop and submit a calendar and budget.
2. Communication
  - a. Submit articles for the MSNA publication.
  - b. Encourage members to pursue professional and personal development.
3. SNA
  - a. Shall act as a resource and interpret and/or implement national activities that may be useful for the MSNA Plan of Action.
4. Duties
  - a. Serve as the liaison with the State Agency in regards to professional development and training issues.
  - b. Review and recommend training and education topics, workshops and trends to be offered or promoted by MSNA
  - c. Assist with promoting SNA certificate program and credentialing program.
  - d. Oversee the Annual Conference Workshop committee made up of:
    - i. Chair
    - ii. Co-Chair
    - iii. State Agency Representative  
4 at large MSNA members

## **MEMBER SERVICES CHAIR**

The Member Services Chair shall chair the member services committee and appoint subcommittees as appropriate. Coordinate the yearly plan for procedures pertaining to recruiting and retention of members. Administer SNA/MSNA awards and recognition programs and work with chapters to promote the strategic plan and action plan. . The Member Services Chair shall be appointed by the elected officers. Term of office is two years with the option of an additional two year term, rotate off the Executive Board in odd year.

### **General Responsibilities**

1. Attend all Executive Board meetings and participate in strategic action plan..

- a. Serve as a resource to Executive Board members and local chapters.
  - b. Advise on committee activities and seek Executive Board support and approval as needed.
  - c. Conduct committee meetings with appropriate resource people.
  - d. Submit an annual budget request.
2. Communication
    - a. Submit articles for the MSNA publication on membership and awards.
    - b. Furnish information to chapter officers and present programs when requested.
    - c. Maintain all individual correspondence.
3. SNA
    - a. Act as a resource and implement national activities that may be useful for the Association.
    - b. Evaluate other states' material and share MSNA program resources.
    - c. Furnish information as needed to the SNA Headquarters office, SNA Executive Board or other standing committees as requested.
4. Duties
    - a. Actively promote and recruit members for SNA and MSNA.
    - b. Prepare membership material for distribution to Executive Board, Chapter Presidents, and Industry. Attend and help organize/develop MSNA Leadership seminar, organize education scholarship fund.
    - c. Implement various State and National Award Programs. Shall distribute appropriate awards at the Annual Conference.
    - d. Promote the SNA Star Club to recognize members who recruit and retain SNA/MSNA members.
    - e. Work with the Chapter Presidents to encourage renewals and new memberships at state and local meetings.
    - f. Encourage local chapters to appoint a Membership Chair.
    - g. Provide feedback to Education Committee regarding member needs.
    - h. Coordinate with Executive Director to order and prepare awards/certificates deemed appropriate.
5. Develop a committee which includes:
    - a. Member Services Chair
    - b. President
    - c. Industry Chair or appointed Industry Representative
    - d. Executive Director
    - e. 2-3 Members at Large.
6. Encourage members to apply for scholarships and awards. Promote nomination of annual awards to members. Recognize qualified winners for the following awards and scholarships:

**SNA AWARDS:**

- 1) Employee of the Year

- 2) Manager of the Year (in honor of Louise Sublette)
- 3) Director of the Year Award

Professional Development Scholarships

- 1) Schwan's Food Service
- 2) SNF Professional Growth Scholarship
- 3) Sandi Brooker Scholarship
- 4) Nancy Curry Scholarship

National Conference Scholarships

- 1) Josephine Martin National Policy Fellow
- 2) SNA Conference Scholarship
  - a. LAC
  - b. ANC
  - c. SNIC
- 3) ANC First Timer Scholarship
- 4) Kathleen Stitt Award

Equipment Grants

- 1) Winston Foodservice Equipment Grant

MINNESOTA AWARDS:

- 1) Chapter President's Award of Excellence
- 2) Industry Partner Award
- 3) Innovation Award
- 4) E Team Award

**PUBLIC POLICY CHAIR**

The Public Policy shall chair the Public Policy Committee to represent the Association with all the legislative initiatives before the State and Federal legislative bodies. The Public Policy Chair shall be appointed by the elected officers. Term of office is two years with the option of an additional two year term, rotate off the Executive Board in odd year.

**General Responsibilities**

- a. Attend all Executive Board meetings and participate in strategic action plan. Advise and report on Public Policy Committee activities and seek Executive Board support as needed.
  - b. Shall develop a calendar and budget.
  - c. Work with the President, Lobbyist, Executive Director to establish yearly legislative and policy goals.
2. SNA
    - a. Act as liaison with SNA legislative issues.
    - b. Coordinate SNA Legislative Action Conference (LAC) delegation activities.
      - i. Make legislative appointments at least 1 month prior to conference. Assist LAC attendees to make appointments with their legislators.



3. Coordinate MSNA Legislative Conference planning and implementation.
4. Oversee paid lobbyist's activities.
  - a. Contract begins January 1<sup>st</sup> and ends December 31<sup>st</sup> of each year. Contract can be multiple years.
  - b. Secretary/Treasurer will review contract and will submit for Executive Board approval.
5. Testify at legislative committee hearings as needed and notify President prior to testifying.
6. Attend meetings with legislators as needed.
7. Promotes an active district and local communication flow on legislative issues to enable information flow between the state, districts and chapters.
8. Submit articles for the MSNA publication

## **STATE AGENCY REPRESENTATIVE**

The State Agency representative shall serve as a liaison between the state agency and MSNA and is a non-voting position on the Executive Board. The state agency representative shall serve in an advisory capacity. The State Agency representative shall help in the selection or assigning of the individual to serve in this capacity.

### **General Responsibilities**

1. Attend all Executive Board meetings and participate in strategic action plan.
2. Help coordinate activities of MSNA and the State Agency.
3. Serve as a liaison between the two organizations.
4. Interpret and report federal and state regulations that affect the school meal programs.
5. Submit articles for the MSNA publication
6. Serves on the Public Policy committee or appoints a representative.
- 2.

Upon request by the board, the State Director may recommend a State Agency representative to be a part of the following sub-committees:

Education, Finance, Marketing/Communication,  
Annual Conference, Nutrition Conference

## **Executive Director**

The Executive Director manages the business, activities and resources of MSNA on a daily basis and provides continuity of leadership to MSNA from year to year. Facilitates the implementation of programs and policies and works to develop the Executive Board and Association members by ensuring they have the necessary tools. Through strategic planning, communications, conferences, administrative and database management, she/he ensures a sound and fiscally responsible operation for current and future members. Manages all communication to membership via electronic media, maintaining all records of activity, membership. Works with the public relations firm, manages the website and manages the financial operation with specific direction from the Secretary/Treasurer. The Executive Director is a non-voting member.

### **General Responsibilities**

#### **Management:**

1. Attends all Executive Board and Executive Committee meetings.
2. Assists Executive Board and Executive Committee, Committee chairs with development and implementation of annual program goals.
3. Organizes and maintains Board works
4. Exclusive responsibility of the E.D. to edit all changes to all Dropbox documents
5. Oversees and provides support for the work of the Board of Directors
6. Conducts affairs on behalf of the association
7. Liaison for the national association
8. Provides support for Annual Conference and all other MSNA conferences and their committees.
  - a. Coordinate registrations and onsite logistics for conferences
  - b. Coordinate with Industry Chair on the Exhibit Show
  - c. Coordinate with Industry Chair the Industry membership information.
9. Marketing activities on behalf of the Board of Directors
10. Financial support of paid financial services
11. Attends the SNA LAC, National Leadership Conference and Annual Executive Directors meeting.

#### **Communications**

1. Technical support;
  - a. Coordinates the website maintenance and updates with the help of the webmaster
  - b. Provides data for presentations
  - c. Updates Constant Contact email system
2. Coordinates the official publication of the Association
3. Coordinates and executes a communication system which includes but not limited to, emails, social media, website information.
4. Takes minutes of the Executive Board and Executive Committee meetings.

5. Sends appropriate notices of Executive Board meetings and copies of board minutes to Executive Board.
6. Prepares copy for all conference brochures and literature.
7. Represents the association with all groups.

#### Finances

1. Coordinates the financial operations of Association Business
2. Assists the Secretary/Treasurer in preparing and monitoring the annual budget and long-range forecasts in conjunction with the Executive Committee.
3. Manages and executes contracts and investments of the Association as they are established by the Executive Committee.
4. Conducts accounting functions, including conference billing and accounts receivable, reconciliation of all receivables and payables with accurate and timely record keeping.
5. Process payments for allotted funds in accordance with procedure and reports to Secretary/Treasurer for final processing.
6. Works with the accounting firm to complete all the year end tax forms and reports to be filed.
7. Prepare monthly income and expense reports for the Secretary/Treasurer

#### Committees

- 1) Annual Conference
  - a) Exhibit Vendor Show
- 2) Public Policy Committee
- 3) Finance
- 4) Nutrition Conference
- 5) Skills Camp
- 6) Industry Conference
- 7) Marketing Committee
- 8) Member Services
- 9) Bylaw/Resolutions
- 10) Policy/Procedures

## **LOBBYIST**

#### General Responsibilities

Lobbyist is the paid governmental affairs consultant that assists with the development of an overall strategy that will achieve the legislative goals of MSNA.

Work includes but is not limited to:

1. Facilitate the drafting and introduction of MSNA legislative initiatives and lobby for their passage.
2. Make presentations on behalf of MSNA when appropriate and assist MSNA members in preparing testimony before legislative committees.

3. Monitor, on a regular basis, legislative activities related to MSNA priority issues for the legislative sessions;
4. Directly communicate MSNA positions to legislators, staff, and administration officials prior to and during the legislative sessions.
5. Draft any amendments that may be necessary to achieve MSNA's goals.
6. Provide oral reports to MSNA's public policy chair on a regular basis.
7. Narrative written reports monthly to the MSNA Public Policy Chair and MSNA office.
8. Make oral presentations to MSNA and affiliated groups up to four times per year.
9. Attends the first MSNA Executive Board Meeting of the new year.

### **MSNA Logo Use and Endorsement**

The Minnesota School Nutrition Association (MSNA) does not permit its name, logo or written materials to be copied, republished, excerpted, hypertext-linked to a Web site, or otherwise used for any commercial purpose, including advertising, or to suggest any endorsement, affiliation or sponsorship of any third-party product or service, without the prior written permission of MSNA. Accordingly, no entity or individual may, in any written, verbal or electronic communication, including but not limited to press releases, promotional materials, advertisements, articles, videotapes, emails, telephone calls or face-to-face discussions, state or imply in any way that MSNA has endorsed, recommended, approved, sponsored or taken any other position regarding any product or service without MSNA's prior written consent.

**Approved by MSNA Board of Directors    October 13, 2010**

### **Member E-mail and mailing lists**

It is the policy of MSNA not to disclose membership mailing information to anyone. Corporate members have access to the MSNA Director listing with membership in the association. MSNA does not send any email blasts that promote products or industry members.

### **MN School Nutrition Association Website Policy**

#### **Privacy Policy:**

We respect and are committed to protecting your privacy. Please be assured that your information is kept strictly confidential and will not be shared with a third party.

#### **Security Policy**

Your payment and personal information is always safe. Our Secure Sockets Layer (SSL) software is the industry standard and among the best software available today for secure commerce transactions. It encrypts all of your personal information, including credit card

number, name, and address, so that it cannot be read over the internet. MSNA does not store any credit card information.

**Refund & Cancellation Policy:**

All refunds will be provided as a credit to the credit card used at the time of purchase of conference registration or Industry membership. The deadline to receive a refund for your conference registration is 30 days before the event. Registration cancellations received prior to the deadline may be eligible to receive a refund less a \$50.00 administrative service fee by notifying the MSNA office at 877-251-2344 or fax 320-251-2343. No refunds will be issued on cancellations 30 days before a conference or for no shows. All refunds will be issued 30 days after the conference has been completed.

**Event Policies & Waivers**

The Minnesota School Nutrition Association's (MSNA) Annual State Conference and Exhibit Hall are open only to professionals (current or retired) working in school nutrition programs in the K-12 school foodservice segment, industry representatives serving that segment, and professionals administering child nutrition programs at the state and federal level. Registration is required for admittance. No one under the age of 16 is permitted on the exhibit hall floor at any time. MSNA reserves the right to exclude any unauthorized persons and persons whose conduct is inappropriate or interferes with any MSNA conference activity from the conference facilities, meeting rooms and Exhibit Hall.

MSNA is committed to enabling access to all meeting activities, including dietary restrictions, to the extent reasonably possible and as required by law. To discuss or notify MSNA about your access needs you will need to contact the MSNA office.

Participation in MSNA's Annual State Conference may give rise to occasional instances of loss or injury. Except as may result from the deliberate actions of the Association, MSNA does not and cannot assume any liability for adverse reactions to food, beverages, physical conditions, products, machinery, or other individuals one may encounter while visiting the Exhibit Hall and participating in MSNA-related activities. Please inform the exhibiting company and/or MSNA staff if you have any dietary allergies or restrictions. They will make every reasonable effort to identify ingredients that may cause allergic reactions for those individuals with known food allergies or affect restricted diets. However, because of the number of different ingredients and menu items made available throughout the Exhibit Hall and at various MSNA activities, and the individual nature of allergic reactions, it cannot be guaranteed that every allergen or restricted dietary ingredient in foods or beverages available for consumption will be identified and labeled. Consumers who are concerned with food allergies or dietary restrictions must be aware of this risk and attendance at the MSNA state conference constitutes an agreement to waive and release any claims against MSNA, its employees, members and representatives arising from allergic conditions or dietary restrictions.

Attendance at the MSNA State Annual Conference or any MSNA Conference constitutes an agreement by the registrant for MSNA to take and use photos, video and audio tapes in public spaces during the conference and related events. MSNA may make photographs, videos or recordings of conference events, which may include the likeness or participation of attendees, and reproduce them in future educational, news or promotional materials, whether in print, electronic or other media, including the MSNA website and its social media channels.

Attendance at the MSNA Conferences constitutes a waiver and release any claims against MSNA and its employees, members, and representatives, as well as granting MSNA permission to make, use, and distribute such items, without payment or compensation.

## SECTION IV

### ALL CONFERENCES & COMMITTEES OF MSNA

All Conference chairs oversee the planning, budgeting, record keeping, reporting back to the appropriate board member with updates. All chairs will work with the Secretary/Treasurer to coordinate budget, once budget is completed. The conference budget must be adhered to.

- a. Recommend the price structure. All fees \$5000.00 or more must be approved by the Executive Board.
- b. Information on Key Note speakers need to be sent to the President, President Elect and Vice President before final decisions are made.
- c. All contracts must be signed by the Executive Director.
- d. All conference committees are required to conduct an exit review immediately after each conference and review/update job descriptions if needed.
- e. Recruit new committee members for two year terms to encourage new ideas & growth. Must contact Executive Director for current committee rosters prior to recruiting new members. *\*Option to reappoint a current committee member for one additional two year term with board approval.*
- f. Utilize conference calling and web conferencing as needed when/where appropriate.
- g. All conference chairs will provide a written report to the Executive Board following their conference.
- h. All conference chairs will provide an outline of conference updates for the MSNA Thymes. Submit to the Executive Director.
- i. Job descriptions describe the general nature and work expected of an individual volunteering for this position. Position may be required to perform any other job-related duties as requested by the conference chairs. All requirements are subject to possible modifications.
- j. It is the duty of the Chair to assign tasks to committee members for completion between meetings and to coordinate meeting minutes and communication amongst committee members via email, conference calls or in-person meetings as appropriate.
- k. All conferences chairs are to promote the State annual strategic plan when planning conferences.
- l. All Committee Chairs: Pass all relevant information/documentation concerning job to incoming chairs.

<b>Decision</b>	<b>Type of Decision</b>	<b>Who is involved</b>
Conference dates	Board approval	Committee makes proposal
Site and room contract for Annual Conference	Board Approval	Board
Recommend the price structure for any fees or services/item charge	Board Approval	Committee makes proposal
Site and room contracts for Industry, Legislative, and Boot Camp – changes in venue	Board Approval	Committee makes proposal
Site and room contracts for Industry, Legislative, and Boot Camp – no change of current venue	Committee decision	Inform the Board
Speaker contracts over \$5K and contracts which would make conference go over budget	Board approval	Committee informs the board ALL Contracts must be signed by the Executive Director
Speaker contracts under \$5K as long as conference remains within budget	Committee decision	Inform the board ALL Contracts must be signed by the Executive Director
Key Note Speakers	Board Approval	Committee requests Board approval
Workshop speakers	Education Chair Oversees content of <b>all</b> conference workshop sessions	Committee informs the Education Chair. Education Chair will inform the board as needed.
Conference Food and Food Budget	Board Approval of contract is required if higher than budgeted (Over \$5000.00)	Committee makes proposal
Minor expenses as long as within budget	Committee decision or executive decision by Board Representative	No need to inform Board
Additional committee travel	Committee chair approval (within budget)	Committee makes proposal
Recruitment of new committee members for two-year terms <i>* With option to reappoint current committee member for one additional two-year term with board approval.</i>	Committee chair and Board Representative	Inform the Board Must contact Executive Director for current committee rosters prior to recruiting new members. Send updated roster to Executive Director
Succession planning for Committee Chair	Board Approval	Current committee chair and Co-Chair makes recommendations for board approval. <i>(Ideally, there should be a committee member being mentored as Co-Chair each year to take over)</i>
Speaking on behalf of MSNA – dealing with reporters	President does this	Refer inquiries to President if contacted



## ANNUAL CONFERENCE

**Committee Purpose:** To plan the Annual State Conference. The Annual State Conference is the primary source of training/education of MSNA members. The conference provides opportunity for Industry members to showcase products and services to enhance child nutrition programs. The Annual conference is also the primary source of revenue for the organization.

### **Committee Structure:**

1. Standing Board Members and Board Appointed positions
  - a. Conference Chair & Co Chair
  - b. President Elect
  - c. Education Chair
  - d. Secretary/Treasurer
  - e. Member Service Chair
  - f. Industry Chair (Ad Hoc)
  - g. Exhibit Chair & Co-Chair
  - h. Executive Director
  
2. Committee Chair shall select Steering Committee as soon as possible after appointment, which includes the following positions:
  - a. Local Arrangements/Activities
  - b. Registration (2)
  - c. Hospitality/Volunteers
  - d. Logistics (2)
  - e. Meals Coordinator
  - f. Decorations/Floral
  - g. Education Scholarship Fund
  - h. Industry Representative
  - i. State Agency Representative (workshop committee)
  - j. Workshop Chair & Co-Chair
  - k. Workshops (4)-works with the Education Chair

### **Committee Guidelines:**

1. Follow separate job descriptions for each committee member. Get job descriptions from Executive Director.
2. Committee members are expected to \*attend all meetings and conference calls, volunteer for assignments, participate fully, ask questions, share feedback as you receive it from other members and bring other committees into the conversation when what we are working on touches their work. **\*\*Flexibility is allowed to determine which committee member needs to be at each**

***committee meeting to report out. Not all need to be present some can be a report sent.***

3. Conference chairs will report out with a written recap on post annual conference detail for first fall board meeting.
4. The Conference Chair will serve a two-year term. One year as Co-Chair and one year as Chair. Ideally, there should be a committee member being mentored as Co-Chair each year to take over.
5. Conduct a post conference meeting immediately after end of conference for review, thanking committee members. Committee chair will notify individual committee member(s) prior to post conference meeting who will be rotating off in line with policy and procedure manual.

### **MSNA ANNUAL CONFERENCE CHAIR**

- Early fall the President, President Elect, Secretary/Finance and Executive Director will meet with Conference Chair and Co-Chair to discuss budget, theme and incorporate strategic plan initiatives for upcoming conference. Review evaluations from the most recent conference–August/September
- Provide a schedule of meeting dates for the coming year and timelines for each subcommittee of information/projects due to AC Chair.
- Manage and oversee the overall budget (provided by Executive Board) for keynote & workshop speakers, facility, food, AV, decorations etc-all year
- Provide a written report to President Elect one (1) week prior to each Executive Board Meeting to provide effective up to date communication regarding progress on the Annual Conference\*see Executive Board Meeting dates
- Communicate and work with President Elect & Education Chair on Annual Conference for effective training for MSNA members.
- Provide oversight for all Annual Conference Sub Committees-utilizing evaluation tools from the previous year-
- Secure key note speakers with input from the President Elect following guidelines set forth by the Executive Board
- Provide an article to Executive Director to include in MSNA newsletter - March & July and a message for the annual conference booklet.
- Communicate with chairs and Board Representatives for updates and timelines monthly.
- It is the duty of the Chair to assign tasks to committee members for completion between meetings and to coordinate meeting minutes and communication amongst committee members via email, conference calls or in-person meetings as appropriate.
- Conduct a post conference meeting immediately after end of conference for review, thanking committee members. Committee chair will notify individual committee member(s) prior to post conference meeting who will be rotating off in line with policy and procedure manual. Discuss successes and what needs to be changed for the

next year.

*\*This job description describes the general nature and work expected of an individual volunteering for this position. Position may be required to perform any other job-related duties as requested by the conference chairs. All requirements are subject to possible modifications.*

## **NUTRITION CONFERENCE**

***Committee Purpose:*** To plan a fall conference focusing on nutrition issues. The conference may focus on either the nutrition of the students or the MSNA member in order to provide a positive influence on student nutrition. Nutrition Conference provides association members with nutrition related training/education for school nutrition programs.

***Committee Structure:***

1. Standing Board Members and Board Appointed positions
  - a. Nutrition Chair
  - b. Education Chair (Ad Hoc)
  - c. Executive Director
  
2. Committee Chair shall select Steering Committee as soon as possible after appointment, which includes the following positions:
  - a. Industry Representatives (4)
  - b. MSNA Members at large (4)

***Committee Guidelines:***

1. Committee members are expected to attend all meetings, volunteer for assignments, participate fully, ask questions, share feedback as you receive it from other members and bring other committees in to the conversation when what we are working on touches on their work.
  
2. It is the duty of the Chair to assign tasks to committee members for completion between meetings and to coordinate meeting minutes and communication amongst committee members via email, conference calls or in-person meetings as appropriate.
  
3. Flexibility is allowed to determine which committee member needs to be at each committee meeting to report out. Not all need to be present some can be a report sent.

4. The conference is generally held at a school district high school, located in a central, easy to access location for the majority of the membership.
5. The conference meals typically highlight healthy school meal options and new ideas / recipes for participants.
6. The Conference Chair will serve a two-year term. One year as Co-Chair and one year as Chair. Ideally, there should be a member being mentored as Co-Chair each year to take over.
7. Consult with Education Chair for preliminary planning and guidance. Notify Education Chair with final workshop speakers/sessions.
8. Conduct a post conference meeting immediately after end of conference for review, thanking committee members. Committee chair will notify individual committee member(s) prior to post conference meeting who will be rotating off in line with policy and procedure manual. Discuss successes and what needs to be changed for the next year.

*\*This job description describes the general nature and work expected of an individual's volunteering for this position/committee. Positions may be required to perform any other job-related duties as requested by conference chairs and/or Executive Board. All requirements are subject to possible modifications*

## **SKILLS CAMP**

***Committee Purpose:*** To plan Skills Camp as needed. This conference is to provide association members with hands-on culinary training/education in a fun, fast paced environment.

### ***Committee Structure:***

1. Standing Board Members and Board Appointed positions
  - a. Education Chair
  - b. Conference Chair
  - c. Conference Co-Chair
  - d. Executive Director
2. Committee Chair shall select Steering Committee as soon as possible after appointment, which includes the following positions:
  - a. Members at large (5 max)
  - b. Add members as needed to fill positions prior to conference

***Committee Guidelines:***

1. Committee members are expected to attend all meetings, volunteer for assignments, participate fully, ask questions, share feedback as you receive it from other members and bring other committees in to the conversation when what we are working on touches on their work.
2. It is the duty of the Chair to assign tasks to committee members for completion between meetings and to coordinate meeting minutes and communication amongst committee members via email, conference calls or in-person meetings as appropriate.
3. Flexibility is allowed to determine which committee member needs to be at each committee meeting to report out. Not all need to be present some can be a report sent.
4. The conference is generally held at a school district high school, located in a central, easy to access location, for the majority of the participants.
5. The high school selected must be equipped to handle large volume cooking and have training rooms available for multiple sections of participants.
6. The conference meals typically highlight healthy school meal options and showcase new ideas / recipes prepared by the participants .

*\*This job description describes the general nature and work expected of an individual's volunteering for this position/committee. Positions may be required to perform any other job-related duties as requested by conference chairs and/or Executive Board. All requirements are subject to possible modifications*

## **SCHOOL NUTRITION INDUSTRY PARTNER CONFERENCE**

***Committee Purpose:*** To plan the annual MSNA School Nutrition Industry Partner Conference (SNIP). The SNIP conference is held in the spring every year. The purpose of the conference is to bring industry members and other MSNA members together for networking and education opportunities. This conference is structured to pertain educationally to both industry and school nutrition members.

***Committee Structure:***

1. Standing Board Members and Board Appointed positions
  - a. Industry Chair
  - b. Secretary/Treasurer
  - c. Education Chair-***as needed*** to align MSNA's training goals with workshops
  - d. Executive Director

2. Committee Chair shall select Steering Committee as soon as possible after appointment, which includes the following positions:

- a. Industry Representatives (4)
- b. MSNAMembers at large (4)

***Committee Guidelines:***

1. Committee members are expected to attend all meetings, volunteer for assignments, participate fully, ask questions, share feedback as you receive it from other members and bring other committees in to the conversation when what we are working on touches on their work.
2. It is the duty of the Chair to assign tasks to committee members for completion between meetings and to coordinate meeting minutes and communication amongst committee members via email, conference calls or in-person meetings as appropriate.
3. Flexibility is allowed to determine which committee member needs to be at each committee meeting to report out. Not all need to be present some can be a report sent.
4. Industry Chair will report out with a written and verbal report no later than January board meeting, understanding that details may still be in the process of being finalized.
5. Consult with Education Chair for preliminary planning and guidance. Notify Education Chair with final workshop speakers/sessions.
6. Conduct a post conference meeting immediately after end of conference for review, thanking committee members. Committee chair will notify individual committee member(s) prior to post conference meeting who will be rotating off in line with policy and procedure manual. Discuss successes and what needs to be changed for the next year.

*\*This job description describes the general nature and work expected of an individual's volunteering for this position/committee. Positions may be required to perform any other job-related duties as requested by conference chairs and/or Executive Board. All requirements are subject to possible modifications*

## **MARKETING COMMITTEE**

***Committee Purpose:*** The Marketing Committee exists to promote MSNA to our internal and external customers. The committee will help establish MSNA as the voice of Child Nutrition in our state by utilizing the skills of our MSNA Members and Industry Partners. Work with the association public relations/marketing firm as needed.

***Committee Structure:***

1. Standing Board Members and Board Appointed positions
  - a. Committee Chair appointed by Board for a 3 year term
  - b. Vice President
  - c. Nutrition Chair
  - d. Co-Chair is Secretary/Treasurer.
  - e. Executive Director
  - f. Three to four MSNA Members at Large for 2 year terms (made up of food and industry). One member rotates off annually.

***Committee Guidelines:***

1. Utilizing the Annual Plan of Action/Strategic Plan for guidance, set yearly goals and strategies for Marketing MSNA (along with MSNA Executive Board) that can be benchmarked and tracked for completion.
2. Conduct meetings via conference calling as much as possible to contain costs.
3. Secretary/Treasurer will provide updates to the MSNA Executive Board throughout the year as to progress on achieving the yearly Marketing goals and objectives.
4. Committee chair will create a calendar of meetings/events
5. Consult with Public Relations Firm to promote Strategic Action Plan.

*\*This job description describes the general nature and work expected of an individual's volunteering for this position/committee. Positions may be required to perform any other job-related duties as requested by chairs and/or Executive Board. All requirements are subject to possible modifications*

## **MEMBER SERVICES/AWARDS**

***Committee Purpose:*** The purpose of this committee is to recruit and maintain MSNA members. The committee communicates MSNA information to Chapters and members about the award criteria and deadlines. The committee will review the applications and follow SNA judging guidelines. The committee also serves as a resource for Chapters throughout the year.

***Committee Structure:***

1. Standing Board and Board Appointed positions
  - a. Members Services Chair
  - b. MSNA President
  - c. Executive Director
  - d. Industry Representative
  - e. 2-3 MSNA members at large (board approved)

***Committee Guidelines:***

1. Assist with providing guidance to members with questions on the award and application process.
2. Review the communication process to members regarding awards.
3. Encourage chapters to apply or nominate members for all awards. Review the applications for the SNA awards by awards deadline as designated by SNA. Determine award winners in each category. The goal is to have at least one nomination/entry for each SNA and MSNA award.

The SNA awards to be judged and sent on to the appropriate SNA representatives are:

- a. Employee of the Year Award
- b. Manager of the Year Award
- c. Director of the Year Award

The MSNA awards that are judged by the committee and presented at the MSNA Annual Conference are:

- d. Innovation Award
  - e. "E" Team Award
  - f. Chapter of Excellence Award (judged by MSNA President)
  - g. Judge the Industry Partner of the Year Award and have the Industry Chair present the award at the spring Industry Conference.
4. Committee Chair notifies the winners by a phone call and letter. Letters will also be sent to the employers of award winners.
  5. Assist Chapters with any other initiatives including recruitment of membership and leadership.



## 6. Scholarship Committee to be formed.

*\*This job description describes the general nature and work expected of an individual's volunteering for this position/committee. Positions may be required to perform any other job-related duties as requested by chairs and/or Executive Board. All requirements are subject to possible modifications*

## Leadership Development Committee

1. Committee Structure:
  - a. The most recent past president who shall serve as chair
  - b. Two-chapter presidents or vice presidents appointed by the president with the approval of the board.
  - c. Two elected members.
  - d. The chapter presidents or vice presidents shall serve one-year terms, and the two elected members shall serve two-year staggered terms.
2. All members of the leadership development committee shall be members in good standing and be regularly employed in an eligible field.
3. The leadership development committee shall identify and recruit eligible candidates based on leadership competencies and diversity.

The leadership development committee shall prepare a slate of officers and member elected directors, if possible, designating two candidates each for the office of vice president, leadership development committee, Secretary/Treasurer, and nutrition chair, as applicable. There shall be verification that the candidate has met eligibility requirements. The slate shall be submitted to the executive board by April 1<sup>st</sup>.

### ***Committee Guidelines:***

1. Committee to convene in January. Immediate Past President shall chair this committee.
2. Review all eligible members who meet the requirements for nomination. An eligible member must have held membership in the association for a minimum of two years immediately preceding nomination, and must have demonstrated leadership ability by serving on the MSNA executive board, a local chapter board, or a standing committee.
3. Submit nominees for each office to be filled and submit a slate of names to the MSNA Board in March.
4. Photos and biographical sketches should be received of the candidates for publication in Thymes.

5. Election of association officers and directors shall be conducted in a cost effective and efficient way. The board shall determine the methodology, time lines for balloting procedures and notification of candidates. Such timelines shall be announced at least 60 days prior to the start of balloting.
6. A majority vote of ballots returned shall constitute an election.
7. Notification of the election winner(s) will be notified by the MSNA President, as well as the nonwinning candidates. A full write up will be in the MSNA Thymes. Installation of new officers/directors will be at the annual state conference.

*\*This job description describes the general nature and work expected of an individual's volunteering for this position/committee. Positions may be required to perform any other job-related duties as requested by conference chairs and/or Executive Board. All requirements are subject to possible modifications*

## **RESOLUTIONS/BYLAWS**

***Committee Purpose:*** The resolutions and bylaws committee shall be responsible for reviewing the governance documents of the association and ensuring that they are maintained and up to date and make appropriate recommendations to the Executive Board and House of Delegates and shall approve the final draft of the bylaws following amendments.

***Committee Structure:***

1. Board appointed positions
  - a. President-Elect: Chair
  - b. Vice President-Co Chair
  - c. At least two MSNA members at Large
  - d. President as Ex-Officio
  - e. Executive Director

***Committee Guidelines:***

The committee shall present resolutions and proposed bylaws amendments to the delegate assembly, and provide recommendations to the board and the membership. Association resolution and bylaw changes shall be consistent with the principles, policies, and goals of the Association.

1. A house of delegates meeting will be scheduled every other year or if a change in the association's bylaws are proposed.
2. All proposed resolutions to be considered at the House of Delegates shall be

submitted first to SNA for review and after approval to the chairman of the resolution and bylaws committee in writing, postmarked no later than 60 days prior to the annual conference.

3. Proposed resolutions submitted by 60 days prior to the annual conference shall be distributed to all house members through the official publication or by direct mail at least 30 days prior to the House of Delegates.
4. Voting delegates shall consist of members of the executive board, five immediate past state presidents and two delegates from each chapter, which may include the president, president elect or their alternates.
5. Upon consent of a majority of the delegates, a written resolution may be submitted from the floor of the House of Delegates.
6. Adoption of proposed resolutions shall require a majority vote.
7. Resolutions, which are in conflict with the bylaws, will not be presented to the House of Delegates.
8. Consult with Parliamentarian as needed for clarification and participation in the House of Delegates.
9. Committee is responsible for setting up the HOD meeting room following guidelines.
10. Publish article in first Association publication following the House of Delegates, concerning resolution and bylaw changes.
11. Furnish information to chapter officers and present when requested.

*\*This job description describes the general nature and work expected of an individual's volunteering for this position/committee. Positions may be required to perform any other job-related duties as requested by chairs and/or Executive Board. All requirements are subject to possible modifications*

## **State Education Collaborative Team**

**Committee Purpose:** The purpose of the Education Committee is to provide guidance and support for MSNA members to find the necessary knowledge, training and resources to excel in their careers.

### **Committee Structure:**

- a. Education Chair
- b. Nutrition Chair
- c. 3-4 volunteer members from MSNA, MDE, MDH, and/or U of M Extension

### **Committee Guidelines:**

1. Committee members are expected to attend all meetings, volunteer for assignments, participate fully, ask questions, share feedback as you receive it from other members and bring other committees in to the conversation when what we are working on touches their work.
2. Utilizing the Annual Plan of Action/Strategic Plan for guidance, set yearly goals and strategies for education for MSNA members based on current education/training needs.
3. It is the duty of the Chair to assign tasks to committee members for completion between meetings and to coordinate meeting minutes and communication amongst committee members via email, conference calls or in-person meetings as appropriate.
4. Educate members about current education and training opportunities through various forms of communication (Chapters, MSNA website, conferences, email, Directors Group, etc.)
5. Work with committee members to promote education and SNA certification. Assist by providing guidance to members with questions about education and SNA certification.

## **NUTRITION COMMITTEE**

**Committee Purpose:** The Nutrition Committee exists to address MSNA's strategic plan regarding nutrition issues. The committee will help establish child nutrition as a viable career option by utilizing MSNA members to develop materials for all MSNA members to utilize.

***Committee Structure:***

- a. Nutrition Chair
- b. 6 MSNA Members at large
  - a. Members will serve 2-year terms (initially a few will serve a 3-year term to ensure proper rotation of committee).

***Committee Guidelines:***

1. Utilizing the Annual Plan of Action/Strategic plan for guidance, set yearly goals and strategies for marketing child nutrition as a viable career option that can be benchmarked and tracked for completion.
2. Nutrition Chair will chair the committee and created calendar of meetings.
3. Conduct meetings quarterly and communicate via emails as needed between meetings.
4. Nutrition Chair will provide updates to the MSNA Executive Board throughout the year to show progress on achieving the yearly committee goals.

**PUBLIC POLICY COMMITTEE/LEGISLATIVE CONFERENCE**

***Committee Purpose:*** To represent the Association in all the legislative initiatives, before the State and Federal legislative bodies that may impact child nutrition. The committee is also responsible for planning the Legislative Conference for the purpose of educating legislators of MSNA initiatives related to public policy.

***Committee Structure:***

1. Standing Board Members and Board Appointed positions
  - a. Public Policy Chair
  - b. MSNA President
  - c. MSNA President Elect
  - d. MSNA Lobbyist
  - e. MSNA Executive Director
  - f. State Agency Representative
2. Committee Chair shall select Steering Committee as soon as possible after appointment, which includes the following positions:
  - a. 4 MSNA Members At large
  - b. 4 Industry Members
    - o Identify one member to be the Political Action Committee (PAC) Treasurer – best if person holds this position for consecutive years as there is a checking account to manage and reports that must be completed throughout the year.

***Committee Guidelines:***

1. Committee members are expected to attend all meetings, volunteer for assignments, participate fully, ask questions, share feedback as you receive it from other members and bring other committees in to the conversation when what we are working on touches on their work.
2. It is the duty of the Chair to assign tasks to committee members for completion between meetings and to coordinate meeting minutes and communication amongst committee members via email, conference calls or in-person meetings as appropriate.
3. Flexibility is allowed to determine which committee member needs to be at each committee meeting to report out. Not all need to be present-can be a report sent.
4. Ensures membership is informed on current legislation impacting school nutrition programs at both Federal and State levels.
5. Develops state legislative policy, positions and strategies for approval by the MSNA Executive Board.
6. Support SNA legislative initiatives.
  - a. Send out SNA Legislative Alerts
7. Promote and organize members attendance at the SNA Legislative Conference in Washington DC. Arrange meetings at LAC with all Congressman and Senators.
8. Plans and conducts the MSNA Legislative Conference annually.
  - a. Work with Lobbyist to determine date – considering the dates of the legislative session., Work with Executive Director to develop conference registration forms and materials and other duties relevant to conference.
9. Evaluates, interprets, recommends and responds to State legislation and other special interest group's agendas.
10. Communicates to key education, civic and professional groups in an effort to gain support.
11. Coordinate related legislative events and activities.

*\*This job description describes the general nature and work expected of an individual's volunteering for this position/committee. Positions may be required to perform any other job-related duties as requested by conference chairs and/or Executive Board. All requirements are subject to possible modification*

**SECTION V**  
**MSNA BOARD POLICIES**

**Conflict of Interest Policy**

**Industry Conflict of Interest Policy**

**Potential Conflict of Interests**

**Whistle Blower Policy**

**Anti-Trust Policy**

**Investment Policy**

**Record Retention Policy**

**Travel & Reimbursement Policy**

# **CONFLICT OF INTEREST POLICY**

## **Minnesota School Nutrition Association Conflict of Interest Policy**

### **I. Policy**

It shall be the policy of the Minnesota School Nutrition Association (MSNA), that no member, while serving the Association in a leadership capacity, either as an Officer, Executive Board Member, or Committee Chair will take personal advantage of his or her leadership role by allowing a situation to exist that may be construed as a conflict of interest situation.

### **II. Purpose**

It has been the intent of the Minnesota School Nutrition Association, since its inception to carry on its activities in accordance with the highest ethical standards. Adoption of this Policy by the MSNA Executive Board is, therefore, a reaffirmation of MSNA's intent that all Board Members, Officers, and Committee Chairs holding elected or appointed leadership positions practice the highest ethical standards and give undivided loyalty to MSNA and its goals. Any activities which do not serve the best interest of MSNA or which favor the personal advantage of another person or corporation are inconsistent with the duties and responsibilities owed to MSNA

### **III. Practice/Procedure**

1. All Board Members, Officers, and Committee Chairs shall scrupulously avoid any conflict between their respective individual interests and the interests of the MSNA, in any and all actions taken by them on behalf of MSNA in their respective capacities.
2. Conflicts of interest would include, but not be limited to, direct financial or close personal interests in a company or product which could be affected by a decision of a Board, Committee, or other Association governing body on which the Leader serves; acceptance of any gift, entertainment, services, loans, or promises of future benefits from any person or organization that might benefit because of the Leader's connection with MSNA (note: this does not apply to gifts and/or similar entertainment of nominal value); and compensation in the form of fees or salaries if such payment is affected directly or indirectly by the Leader's work with the Association (note: MSNA is not critical of such interests; it merely requests that Leaders disqualify themselves from direct service to the Association if they have such interests.)
3. Annually, at the fall meeting of the Executive Board and Committees, all Officers, Directors and Committee Chairs shall disclose any direct or indirect relationships with organizations, either for-profit or not-for-profit, that may, during their term of office, be involved with the Association in a formal capacity. Examples of such relationships may include, but not be limited to, employer-employee relationships, governance relationships, contractor-contractee



relationships, etc. All Leaders of the Association shall refrain from accepting, during their term of office, any form of compensation from MSNA or one of its units (Chapter, Committees, etc.) for any purpose whatsoever, including, but not limited to fees for course instruction; fees for consulting; salaries for work-for-hire; scholarships; and monetary or other awards (except in the case of awards specifically intended for active Leaders.)

4. In the event any Leader of MSNA may stand to derive a personal gain or benefit from a transaction with MSNA, or shall have any direct or indirect interest in or relationship with any individual or organization (i) which proposes to enter into any transaction with MSNA for the sale, purchase, lease or rental of property; or (ii) which proposes to render or employ services, personal or otherwise, to MSNA; or (iii) which may be seen as competing with the interests or concerns of MSNA; such Leader shall forthwith give the Executive Board of MSNA notice of such interest or relationship and shall, therefore, refrain from voting or otherwise attempting to affect any decision for MSNA to participate or not to participate in such transaction and the manner of terms of such participation. Minutes of appropriate meetings should reflect that such disclosure was made, and that such Officer or Board Member abstained from voting and absented him or herself from the final review and vote on the matter.
5. Product endorsements shall not be made by Executive Board members nor shall an Officer or Board Member of MSNA appear in any advertisements or industry articles featuring endorsement of any product, company, service or industry-contributed articles featuring endorsement of any product, company service or industry during their term of office. Executive Board members should refrain from appearing in industry advertisements/ promotions and should never work in an exhibitor booth during any MSNA meeting.
6. Executive Board members should not serve on advisory boards that have publications, trade shows or other events that compete with MSNA for advertisers, exhibitors or sponsors. Industry that supports MSNA often requests Executive Board members to participate in advisory boards, focus groups, and/or to attend or speak at annual sales meetings, etc. Participation in these activities, however, is not considered a conflict of interest.

*\*A copy of this policy shall appear in the orientation materials for newly elected Executive Board members and be shared with the Nominating Committee for distribution to all prospective candidates. An Executive Board member having questions about a potential conflict of interest should confer with the Executive Committee.*

*This Policy shall be reviewed periodically for the information and guidance of all individuals who serve the Association in a leadership capacity. The Industry member, sitting on the MSNA Board of Directors, will use the Industry Conflict of Interest Policy as guidance.*

**POTENTIAL CONFLICTS OF INTEREST**  
**Minnesota School Nutrition Association**

**EXECUTIVE BOARD MEMBER STATEMENT REGARDING  
CONFIDENTIALITY, COMPETITION AND DISCLOSURE**

I have been elected to serve on the Executive Board of the Minnesota School Nutrition Association (MSNA).

I understand that my sources of income and financial interests and/or my business dealings with MSNA may create a conflict of interest or apparent conflict of interest.

I understand that as an Executive Board member that I cannot endorse a product(s) of one of our industry partners nor shall I appear in any advertisements or industry articles featuring endorsement of any product, company, service or industry-contributed articles featuring endorsement of any product, company service or industry during my term of office. As an Officer or Board Member of MSNA, I shall refrain from appearing in industry advertisements/ promotions and never work in an exhibitor booth during any MSNA meeting.

I agree not to serve on advisory boards that have publications, trade shows or other events that compete with MSNA for advertisers, exhibitors or sponsors.

I agree to disclose any significant source of income or other financial interest I or an immediate family member has which may be directly or indirectly affected by a decision of MSNA and/or its Executive Board, and/or any significant interest I or an immediate family member has in an organization which MSNA is dealing or with which it is considering conducting business, either at the time of my appointment (or when this policy is implemented) or when that information is relevant to matters under consideration by the Executive Board on which I serve.

I agree that if my income or other financial interest may be directly or indirectly affected by an action or decision of MSNA or its Executive Board, or my interest involves an organization with which MSNA is dealing or considering dealing, I will not vote on the transaction under consideration and will excuse myself from the meeting while the matter is under consideration unless the remaining Executive Board members request that I participate in the discussion.

I understand that it is my responsibility to update this information if there are changes in the sources of my income, my other financial interests, organizations with which MSNA is considering business, and/or the impact of MSNA's actions may have on these interests.

I further understand that the information that I provide in this statement may be provided to other members of the Executive Board and/or officers of MSNA

I further understand that in the course of my duties on the Executive Board, I will have access to confidential information about MSNA's operations. I agree that during and after my service on the Board, I will not disclose any such information to any person or entity, other than the officers, agents and employees of MSNA, except as the MSNA specifically authorizes or directs me in writing. I will observe any requirements or procedures that MSNA may require for the protection of the confidentiality of such information. I understand that any questions as to what information is confidential will be referred to, and resolved by, the President of the Association.

\_\_\_\_\_ Date

\_\_\_\_\_ Signature

## **Conflict of Interest Policy for Industry Representative**

### **I. Policy**

It shall be the policy of the Minnesota School Nutrition Association (MSNA) that no member, while serving the Association in a leadership capacity, either as an Officer, a Director, Committee Chair, Committee Member or in another type of leadership capacity, will take personal advantage of his or her leadership role by allowing a situation to exist that may be construed as a conflict of interest.

### **II. Purpose**

It has been the intent of the MN School Nutrition Association, since its inception to carry on its activities in accordance with the highest ethical standards. Adoption of this policy by the MSNA Executive Board is, therefore, a reaffirmation of SNA's intent that all Officers, Directors, Committee Chairs, Committee Members and other members holding elected or appointed leadership positions practice the highest ethical standards and give undivided loyalty to MSNA and its goals. Any activities which do not serve the best interest of MSNA or which favor the personal advantage of another person or corporation are inconsistent with the duties and responsibilities owed to MSNA.

### **III. Practice/Procedure**

It is therefore resolved that:

1. The Industry Representative on the MSNA Board shall scrupulously avoid any conflict between their respective individual interests and the interests of MSNA, in any and all actions taken by them on behalf of MSNA in their respective capacities.
2. The Industry Representative shall refrain from accepting, during their term of office, any form of compensation from MSNA or one of its units (Chapters, committees, etc.) for any purpose whatsoever, including, but not limited to fees for course instruction; fees for consulting; salaries for work-for-hire; scholarships; and monetary or other awards (except in the case of awards specifically intended for active Leaders.)
3. In the event the Industry Representative may stand to derive a personal gain or benefit from a transaction with MSNA, or shall have any direct or indirect interest in a relationship with any individual or organization (i) which proposes to enter into any transaction with MSNA for the sale, purchase, lease or rental of property; or (ii) which proposes to render or employ services, personal or otherwise, to MSNA; or (iii) which may be seen as competing with the interests or concerns of MSNA; such as Leader shall forthwith give the Board of Directors of the MN School Nutrition Association notice of such interest or relationship and shall, therefore, refrain from voting or otherwise attempting to affect any decision for MSNA to participate or not to participate in such transaction and the manner of terms of such transaction. Minutes of appropriate meetings should reflect that such disclosure was made, and that such Officer or Director abstained from voting and absented him or herself from the final review and vote on the matter

A copy of this industry designate policy shall appear in the orientation for the newly elected industry designate Board members and be shared with the Nominating Committee for distribution to all prospective candidates. A Board of Directors member having questions about a potential conflict of interest should confer with the Ethics

committee that is appointed annually. The current policy shall be included in the SNA Policy and Procedure Manuals.

This policy shall be reviewed periodically for the information and guidance of all individuals who serve the Association in a leadership capacity.

Date \_\_\_\_\_ Signature \_\_\_\_\_

## **WHISTLE BLOWER POLICY BOARD OF DIRECTORS**

### **GENERAL**

The Minnesota School Nutrition Association's (MSNA) Standards of Business Conduct ("Standards") for the MSNA Board of Directors requires members of the Board to observe high standards of business and personal ethics in the conduct of their duties. As representatives of MSNA, they are expected to practice honesty and integrity in fulfilling their MSNA responsibilities and to comply with all applicable laws and regulations.

### **REPORTING RESPONSIBILITY**

It is the responsibility of all directors and officers to comply with the Standards and to report violations or suspected violations in accordance with this Whistleblower Policy.

### **NO RETALIATION**

No director or officer who in good faith reports a violation of the Standards shall suffer harassment or retaliation. This Whistleblower Policy is intended to encourage and enable directors, officers and others to raise serious concerns within MSNA prior to seeking resolution outside MSNA.

### **REPORTING VIOLATIONS**

Suspected violations of the Standards should be reported to the MSNA Secretary/Treasurer, who has specific and exclusive responsibility to investigate all reported violations. Violations must be submitted in writing and should include as much detail and documentation as possible to facilitate an investigation.

### **REPORTING INDIVIDUAL**

The MSNA Secretary/Treasurer is responsible for investigating and resolving all reported complaints and allegations concerning violations of the Standards. At his/her discretion, the MSNA Secretary/Treasurer shall advise the Executive Director and/or the Audit Committee. As chair of the Audit Committee, the MSNA Secretary/Treasurer has direct access to the Audit Committee of the Board of Directors and is required to report to the Audit Committee at least annually on compliance activity.

### **ACCOUNTING AND AUDITING MATTERS**

The Audit Committee of the Board of Directors shall address all reported concerns or complaints regarding corporate accounting practices, internal controls or auditing. The Secretary/Finance shall immediately notify the Audit Committee of any such complaint and work with the committee until the matter is resolved.

### **ACTING IN GOOD FAITH**

Anyone reporting a violation or a suspected violation of the Standards must be acting in good faith and have reasonable grounds for believing the information disclosed indicates a violation. Anyone

submitting allegations that prove not to be substantiated, prove to have been made maliciously, or prove to have been made with knowledge that they were false, will be regarded as having committed a serious offense.

## **CONFIDENTIALITY**

Violations or suspected violations may be submitted on a confidential basis or may be submitted anonymously to the MSNA Secretary/Treasurer by the complainant. Reports of violations or suspected violations will be kept confidential to the extent possible, consistent with the need to conduct an adequate investigation.

## **HANDLING OF REPORTED VIOLATIONS**

The MSNA Secretary/Treasurer will notify the sender and acknowledge receipt of the reported violation or suspected violation within five business days. All reports will be promptly investigated, and appropriate corrective action will be taken if warranted by the investigation.

Copyright 2004, National Council of Nonprofit Associations, [www.ncna.org](http://www.ncna.org).

*The National Council of Nonprofit Associations (NCNA) is the network of state and regional nonprofit associations serving over 22,000 members in 46 states and the District of Columbia. NCNA links local organizations to a national audience through state associations and helps small and mid-sized nonprofits: manage and lead more effectively; collaborate and exchange solutions; save money through group buying opportunities; engage in critical policy issues affecting the sector; and achieve greater impact in their communities.*

**Approved:** 10/25/2012

**BOARD OF DIRECTORS  
MINNESOTA SCHOOL NUTRITION ASSOCIATION**

# Minnesota School Nutrition Association Antitrust Policy Guideline

## Introduction

The Minnesota School Nutrition Association and its affiliated foundations have a policy of strict compliance with federal and state antitrust laws. All MSNA members are expected to adhere strictly to the policy not only at formal MSNA meetings but also in informal contacts with other industry members and communications with the public. This Antitrust Policy Guideline has been developed to provide a general overview of the antitrust laws as applied to trade associations and to assist members in conducting MSNA-related activities in conformity with those laws.

These guidelines are intended to: (1) prevent the occurrence of an actual antitrust violation in the course of MSNA activities, and (2) prevent inadvertent conduct which might give the appearance of an antitrust violation to someone unfamiliar with MSNA's nature and purposes. They are designed to protect you, your employer and MSNA from any accusation of wrongdoing arising out of your participation in MSNA activities.

Accomplishment of these objectives is everyone's responsibility. We urge you to keep this document handy, and to refer to it whenever you have any question about the antitrust implications of any activity you might undertake under the auspices of MSNA. We also urge you to advise your colleagues at work of MSNA's comprehensive antitrust compliance program, so that you can count on their continued support in your MSNA activities.

## Overview of the Antitrust Laws

There are four principal federal antitrust laws:

- The Sherman Act prohibits agreements that unreasonably restrain competition and monopolizing, or attempting to monopolize, a market through unfair means.
- The Clayton Act prohibits certain specific types of conduct, such as specific exclusive dealing and "tying" arrangements, certain mergers that may harm competition, and certain interlocking corporate directorates.
- The Federal Trade Commission Act generally prohibits the same practices barred by the Sherman and Clayton Act, and also prohibits practices that are unfair and deceptive, such as making false or misleading claims about a product or service.
- The Robinson-Patman Act prohibits price discrimination against customers and certain other kinds of discriminatory practices, such as discriminatory promotional allowances and unlawful brokerage payments.
- In addition, the Hart-Scott-Rodino Antitrust Improvements Act regulates mergers.

Every state of the United States has some form of antitrust law as well, which is usually interpreted and applied similarly to the federal laws (although some state laws have unique provisions, particularly in the area of unfair competition). Activities in the United States and other countries also may violate antitrust laws of foreign countries.

## Enforcement and Penalties

The consequences for violating the antitrust laws can be severe, including stiff fines and treble damages assessed on the association and its leaders, jail sentences for individuals who participated in the violation, and/or a court order dissolving the association or seriously curtailing its activities. The antitrust laws can be enforced by government agencies such as the U.S. Department of Justice, the FTC and state attorney general's offices. Private parties such as competitors and consumers who are harmed by the anticompetitive conduct of others may bring suit for violations and might recover three times the amount of damages suffered, plus the costs of bringing suit including attorneys' fees.

In addition to the Association's firm commitment to the principle of competition served by the antitrust laws, the penalties which may be imposed upon both the Association and its individual members and affiliated corporate and other organizations involved in any violation of the antitrust laws are so severe that good business judgment demands that every effort be made to avoid any such violation. Certain violations of the Sherman Antitrust Act, such as price-fixing, are felony crimes for which individuals may be imprisoned for up to three (3) years or fined up to \$350,000, or both, and corporations can be fined up to \$10 million for each offense. In addition, treble damage claims by private parties (including class actions) for antitrust violations are extremely expensive to litigate and can result in judgments of a magnitude which could destroy the Association and seriously affect the financial interests of its members.

It is the responsibility of every member of MSNA to be guided by MSNA's policy of strict compliance with the antitrust laws in all MSNA activities. It shall be the special responsibility of committee chairmen, Association officers, and officers of regional and local affiliates to ensure that this policy is known and adhered to in the course of activities pursued under their leadership.

## General Antitrust Guidelines

While the antitrust laws apply to all business, there are several types of activities that are particularly relevant to professional and trade associations.

Price-Fixing – Any agreement among competitors to raise, lower or stabilize prices is unlawful, even if the agreed-upon price is reasonable, and even if the agreement is never put into effect. Details like credit terms, discounts, and warranties are elements of price. Competitors may be charged with illegal price fixing if they discuss general pricing ranges or policies because these discussions may have an impact on actual price quotations. At no time shall any discussion or agreement among members take place regarding product prices, price changes, or any other subjects bearing on product pricing.

Agreement to Divide Customers or Territory – Territorial or market allocation involves an agreement among competitors operating at the same level of the market structure—such as manufacturers, distributors, etc.—to divide the market in such a way as to allow each party to the agreement to serve its share of the market without competition from the others. An



agreement among members of an association to divide customers or markets is an antitrust violation. The antitrust laws expressly prohibit any understanding or agreement between competitors or members of an association involving division or allocation of customers or territory. Even an informal agreement whereby one member agrees to stay out of another's territory will constitute a violation of the antitrust laws.

Group Boycotts – A collective refusal by otherwise competing companies to deal with some third party, sometimes called a “group boycott,” raises serious antitrust concerns. It is dangerous for one company to agree with another company that neither one will do business with a particular supplier or customer, nor that they will do business only with certain suppliers or customers or only on certain terms and conditions.

Membership Restrictions – As a general rule, any company that meets the criteria for membership and pays the applicable dues should be admitted, and allowed to remain, as a member. Considerations such as competitive concerns, commercial disputes, or personal animosity should not be a basis for denying or revoking membership. A professional association is not a social club. Denial of, or expulsion from, membership may constitute a restraint of trade because it could limit the ability of the applicant or nonmember to compete in the industry or pursue his or her vocation.

Product Standards – Many associations develop standards related to product manufacture, performance or compatibility. These standards must be prepared through a consensus process that is balanced and allows for participation by all interested parties. These standards must be based on technical, engineering, and safety factors. Whether a member chooses to offer products in conformance with any standard shall be a voluntary decision.

Educational Presentations – Discussions at educational presentations should be limited to objectives that promote overall industry or consumer welfare. Written outlines and handout materials for presentations involving antitrust-sensitive topics should be reviewed by counsel prior to distribution and use.

Codes of Ethics – Associations may develop a code of ethics or business practices, and membership in the association may be contingent upon adherence to such rules. However, a code or similar document may not unlawfully regulate legitimate business practices, such as advertising that is not false or misleading, competing with other association members, or offering products or services at reduced prices. Any enforcement process must be fair and nondiscriminatory.

Public Policy Advocacy – Legislative activity, litigation in the courts, and proceedings before administrative bodies intended to influence government policy do not generally violate the antitrust laws. However, “sham” lobbying intended to exclude competitors may be illegal.

Industry Statistics – The compilation and distribution of industry data on various topics is

one of the most valuable services that an association can provide. These programs should be administered by the association to ensure that reports consist of data in composite form and the information submitted by specific member companies is not revealed. Statistical programs also may not be used as a means of fixing prices, allocating production, or otherwise restraining trade.

Association Meetings – To minimize the possibility of antitrust problems at association gatherings, specific guidelines set forth in this document should be followed at all meetings of the Board of Directors and committees, as well as all association-sponsored conventions, trade shows, training seminars, conferences, and task force and working group sessions.

#### General Rules of Antitrust Compliance

The following rules are applicable to all MSNA-related activities and must be observed in all situations and under all circumstances without exception or qualification other than as noted below.

1. Neither MSNA nor any committee, local organization or activity of MSNA shall be used for the purpose of bringing about or attempting to bring about any understanding or agreement, written or oral, formal or informal, express or implied, among competitors with regard to prices, terms or conditions of sale, distribution, volume of production, territories or customers.
2. No MSNA activity or communication shall include discussion for any purpose or in any fashion of prices or pricing methods, production quotas or other limitations on either the timing or volume of production or sale, or allocation of territories or customers.
3. No MSNA committee or local organization shall undertake any activity which involves exchange or collection and dissemination among competitors of any information regarding prices or pricing methods.
4. No MSNA committee or local organization should undertake the collection of individual firm cost data, or the dissemination of any compilation of such data, without prior approval from legal counsel provided by the Association of a written program and procedure for collection and interpretation of such data.
5. No MSNA activity should involve any discussion of costs, or any exchange of cost information, for the purpose or with the probable effect of (a) increasing, maintaining or stabilizing prices; or (b) reducing competition in the marketplace with respect to the range or quality of products or services offered.
6. No discussion of costs should be undertaken in connection with any MSNA activity for the purpose or with the probable effect of promoting agreement among competing firms with respect to their selection of products for purchase, their choice of suppliers, or the prices they will pay for supplies.
7. Scientific or educational papers published by or in connection with MSNA or presented in connection with MSNA programs may refer to costs, provided such references are not accompanied by any suggestion, express or implied, to the effect that prices should be adjusted or maintained in order to reflect such costs. All papers containing cost information must be reviewed by MSNA legal counsel for possible antitrust implications prior to publication or presentation.

8. Authors of conference papers shall be informed of MSNA's antitrust policy and the need to comply therewith in the preparation and presentation of their papers.
9. No MSNA activity or communication shall include any discussion which might be construed as an attempt to prevent any person or business entity from gaining access to any market or customer for goods or services, or to prevent any business entity from obtaining a supply of goods or otherwise purchasing goods or services freely in the market.
10. No person shall be unreasonably excluded from participation in any MSNA activity, committee or local organization where such exclusion may impair such person's ability to compete effectively or pursue their livelihood in the school food industry.
11. Neither MSNA nor any committee or local organization shall make any effort to bring about the standardization of any product for the purpose or with the effect of preventing the manufacture or sale of any product not conforming to a specified standard.
12. No MSNA activity or communication shall include any discussion which might be construed as an agreement or understanding to refrain from purchasing any raw material, equipment, services or other supplies from any supplier.
13. Committee chairmen shall prepare meeting agendas in advance and forward the agendas to MSNA headquarters for review prior to their meetings. Minutes of such meetings shall not be distributed until they are reviewed for antitrust implications by MSNA officers.
14. All members are expected to comply with these guidelines and MSNA's antitrust policy in informal discussions at the site of a MSNA meeting, but beyond the control of its chairman, as well as in formal MSNA activities.
15. Any company which believes that it may be or has been unfairly placed at a competitive disadvantage as a result of a MSNA activity should so notify the MSNA member responsible for the activity, who in turn should immediately notify MSNA headquarters. If its complaint is not resolved by the responsible MSNA member, the company should notify MSNA headquarters directly. MSNA headquarters and appropriate committee officers or chairpersons will then review and attempt to resolve the complaint. In time critical situations, the company may contact MSNA headquarters directly.

#### Recommendations for the Selection of Speakers (and Sponsorships)

MSNA technical sessions at conferences and seminars are not designed to be sales forums; they are designed to provide a forum for the exchange of technical information. Nevertheless, employees of industry suppliers are sometimes asked to participate as speakers or panelists because of their knowledge and experience. Participation on the program of a conference or seminar may be viewed by suppliers as a significant competitive opportunity, and the favoring of some suppliers over others can give rise to antitrust problems. The exclusion of a supplier from a panel or program will not be considered an antitrust violation unless it constitutes an unreasonable restraint on competition. The key to "reasonableness" in this area is fair-minded decision making based upon objective criteria. In order to be fair to all suppliers and to avoid a charge of acting unreasonably to deprive any supplier or a significant

competitive opportunity, MSNA session developers should in all cases observe the following guidelines:

1. No speaker should be chosen with the intent to afford his company a competitive advantage, and no speaker should be excluded with the intent to deny any company a competitive opportunity.
2. Speakers should be chosen individually on the basis of objective criteria reasonably related to the educational purpose of the session, such as technical knowledge, experience, professional reputation, and effectiveness as a speaker.
3. The criteria to be used in selecting speakers should be established prior to the actual selection of speakers.
4. Supplier participation should be planned so as to minimize any competitive advantage which might arise from participation in a MSNA activity.
5. Consideration should be given by session developers to all available methods for equalizing the competitive opportunity among suppliers. The same rules and considerations apply to all sponsorships and other collaborative efforts with school food industry suppliers and manufacturers.

#### Document Retention

MSNA has a document retention policy that should be followed at all times. One aspect of this policy is that miscellaneous collections of papers, correspondence and notes should be promptly discarded in accordance with the policy after they have served their purpose.

#### Apparent Authority and Appearances

Only persons specifically authorized by MSNA may author or distribute communications (including interviews and press statements) on MSNA's behalf. In any case, please think carefully about how your communications with members, school food industry competitors, school officials and the public may be perceived, not just how they are intended. All communications in whatever form, including blogs, text messages and e-mails, issued in connection with MSNA activities should be written carefully and clearly so that they cannot be misinterpreted and reviewed by the Executive Director, Executive Committee and Public Relations Firm.

#### Requests for Information/Investigations

Should you receive a request for information about MSNA or for any documentation or information under MSNA's control from a government agency, private attorney, or other nonmember, formal or informal, written or oral, make no substantive response before consulting with MSNA legal counsel.

#### "When in Doubt . . . "

MSNA legal counsel should be consulted prior to any discussion of actions which could raise antitrust risks, or which seem in any way to be questionable or out of the ordinary. It is always better to ask first.

## **Investment Policy**

### **PURPOSE**

This statement of investment policy was adopted by the MSNA Executive Board to provide for the creation of, and guidelines for, the management of various funds held by the organization. These policies supersede any and all prior actions regarding investments. MSNA's reserves should balance the Association's need to provide funds for maintaining operations during times of financial or other stress. For the purposes of managing investment risk and to optimize investment returns within acceptable risk parameters, the following Funds will be created and held as separate investment pools.

- "Operating Fund" (Checking Account)
- "Short-term Reserve Fund"
- "Long-term Reserve Fund"

### **PROCEDURES**

1. The following procedures will be followed to ensure the investment policy statement is consistent with MSNA's mission and accurately reflects current financial conditions:
  - a. The Finance Committee will review this investment policy annually.
  - b. The Finance Committee will recommend any changes in this policy to the Executive Board.
2. The following procedures will be used to determine dollar amounts to be placed in each of the various funds.
  - a. The Secretary/Finance will recommend to the Finance Committee the dollar amounts to be held in the Operating Fund, the Short-Term Reserve Fund and the Long-Term Reserve Fund.

### **DELEGATION OF AUTHORITY**

The Finance Committee is responsible for directing and monitoring the MSNA investments. As such, the Finance Committee is authorized to delegate certain responsibilities to professional experts in the investment field.

The services of a registered investment/financial advisor through MSNA's current bank will be used to manage the Funds.

### **OPERATING FUND**

The purpose of the Operating Fund (i.e. Checking Account) is to allow for sufficient cash to be held in the account to meet the day-to-day financial obligations of MSNA in a timely manner.

These funds are not intended for short-term or long-term investing.

### **SHORT-TERM RESERVE FUND**

The purpose of the Short-term Reserve Fund is to meet the expenses occurring as a result of unanticipated activities and to improve the return on the funds held for expenditure for up to five years.

The investment objectives of the Short-term Reserve Fund are:

- Preservation of principal;
- Liquidity; and
- To optimize the investment returns within the constraints above.

The investment/financial advisor, with approval of the Secretary/Finance and the Executive Director, will invest in the Short-term Fund recommended by the current investment advisor approved by the Board.

The Short-term Fund will have a weighted average maturity of three years or less. The maximum maturity will be five years.

### **LONG-TERM RESERVE FUND**

The purpose of the Long-term Reserve Fund is to provide a more secure long-term investment for MSNA. The assets of the Long-term Reserve Fund will be managed in such a way as to align with MSNA's goals and objectives as outlined by the Executive Board. Expenditure of the principal is Board-designated. Also, at the direction of the Executive Board, up to 100% of the yearly total return may be utilized for association expenses, unless restricted by the Executive Board.

In order to meet its needs, the investment strategy of the Long-term Reserve Fund is to emphasize total return; that is, aggregate return from principal appreciation, dividends and interest income.

The primary objective will be to emphasize the long-term growth of principal while avoiding excessive risk. Short-term volatility consistent with the volatility of a comparable market index is anticipated, though the investment advisor should strive to contain it.

### **General Principles**

1. MSNA will engage an investment/financial advisor to attain the Fund's objectives.
2. Investments will be made solely in the interest of MSNA and the Long-term Reserve Fund.
3. The assets will be invested with care, skill, prudence and diligence under the circumstances then prevailing that a prudent investor acting in like capacity and familiar with such matters would use in the investment of a like fund.
4. Investment of these funds will be so diversified as to minimize the risk of large losses, unless under the circumstances it is clearly prudent not to do so.

### **Specific Investment Goals**

Goals will be recommended by the investment advisor and approved by the Finance Committee.

### **REPORTING**

The Secretary/Treasurer will prepare the following reports for all Funds for presentation to the Executive Board at all board meetings to include:

1. Schedule of investments that includes schedule of performance since purchase or last five years;
2. Interest income year to date;
3. Current yield of each Fund.

**RECORD RETENTION POLICY**  
**Record Retention and Document Destruction Policy**

The Minnesota School Nutrition Association (MSNA) shall retain records for the period of their immediate or current use, unless longer retention is necessary for historical reference or to comply with contractual or legal requirements. Records and documents outlined in this policy includes paper, electronic files (including e-mail) and voicemail records regardless of where the document is stored, including network servers, desktop or laptop computers and handheld computers and other wireless devices with text messaging capabilities.

In accordance with 18 U.S.C. Section 1519 and the Sarbanes Oxley Act, an organization shall not knowingly destroy a document with the intent to obstruct or influence an “investigation or proper administration of any matter within the jurisdiction of any department/agency of the United States . . . or in relation to or contemplation of such matter or case.” If an official investigation is underway or even suspected, document purging must stop in order to avoid criminal obstruction.

In order to eliminate accidental or innocent destruction, MSNA has the following document retention requirements:

**SNA Records Retention Schedule**

	<b><u>Retention Period</u></b>
Accident reports and claims (settled cases).....	20 years
Accounts payable ledgers and schedules.....	7 years
Accounts receivable ledgers and schedules.....	7 years
Audit reports of accountants.....	Permanently
Bank reconciliations.....	3 years
Capital stock and bond records; ledgers; transfer registers; stubs showing issues; record of interest coupons; options; etc.....	Permanently
Cash books.....	Permanently
Charts of accounts.....	Permanently
Checks (canceled, but see exception below).....	7 years
Checks (canceled for important payments, i.e., taxes; purchases of property; special contracts; etc. Checks should be filed with the papers pertaining to the underlying transaction.).....	Permanently
Contracts and leases (expired).....	7 years
Contracts and leases still in effect.....	Permanently

Correspondence (routine) with members, customers, or vendors.....	2 years
Correspondence (general).....	3 years
Correspondence (legal and important matters only).....	Permanently
Deeds, mortgages and bills of sale.....	Permanently
Depreciation schedules.....	Permanently
Duplicate deposit slips.....	5 years
Employee personnel records (after termination).....	Permanently
Expense analyses and expense distribution schedules.....	7 years
Financial statements (end-of-year, other months optional).....	Permanently
General and private ledgers (and end-of-year trial balances).....	Permanently
Insurance policies (expired).....	3 years
Insurance records, current accident reports, claims, policies, etc.....	Permanently
Internal audit reports (in some situations, longer retention periods may be desirable).....	3 years
Inventories of products, materials and supplies.....	7 years
Invoices to members and customers.....	7 years
Invoices from vendors.....	7 years
Journals.....	Permanently
Membership applications.....	3 years
Minutes of directors and committees, including by-laws and charter.....	Permanently
Notes receivable ledgers and schedules.....	7 years
Payroll records and summaries, including payments to pensioners.....	Permanently
Petty cash vouchers.....	3 years
Physical inventory tags.....	3 years
Plant cost ledgers.....	7 years
Property appraisals by outside appraisers.....	Permanently



Property records, including: costs; depreciation reserves; end of year trials balances; depreciation schedules; blueprints and plans.....	Permanently
Purchase orders (except purchasing department copy).....	7 years
Receiving sheets.....	2 years
Requisitions.....	2 years
Sales records.....	7 years
Scrap and salvage records (inventories, sales, etc.).....	7 years
Stock and bond certificates (canceled).....	7 years
Subsidiary ledgers.....	7 years
Tax returns and worksheets; revenue agents' reports and other documents relating to determination of income tax liability.....	Permanently
Time books.....	7 years
Trademark registrations.....	Permanently
Voucher register and schedules.....	7 years
Vouchers for payments to vendors, employees, etc. (Includes: allowances and reimbursement of employees, officers, etc., for travel and entertainment expenses.).....	7 years

Copyright 2004, National Council of Nonprofit Associations, [www.ncna.org](http://www.ncna.org).

*The National Council of Nonprofit Associations (NCNA) is the network of state and regional nonprofit associations serving over 22,000 members in 46 states and the District of Columbia. NCNA links local organizations to a national audience through state associations and helps small and mid-sized nonprofits: manage and lead more effectively; collaborate and exchange solutions; save money through group buying opportunities; engage in critical policy issues affecting the sector; and achieve greater impact in their communities.*

**Approved: October 25, 2012;**

**Maintained (10/8/15)**

**BOARD OF DIRECTORS**  
**Minnesota School Nutrition Association**

# Travel and Reimbursement Policy and General Guidelines

Updated 1-9-2019

## IMPORTANT INFORMATION

This policy covers direct reimbursements for the MSNA Board and association members when traveling or doing work on behalf of the association. (see state/national travel conference chart)

It is expected that board and association members represent the association in a professional manner at all times and that pertinent sessions of reimbursed conferences are attended. Exceptions should be discussed or approved by the President or designee. It is also a MSNA expectation that travelers who request travel reimbursement (ie: mileage, meals and etc.) agree that they will not seek duplicate reimbursement from place of employment.

Prior to scheduling travel all participants will be given a copy of this policy by the MSNA Executive Director to acknowledge, sign and submit to MSNA office. MSNA Executive Director will communicate with traveler prior to making travel arrangements.

There will be NO reimbursement for liquor, mini-bar items, tours, taxi for shopping, personal items.

Original receipts are required for all items requested for reimbursement and must be attached to Expense Reimbursement form. (Form must be completely filled out)

Reimbursement forms must be submitted to MSNA Executive Director within 15 days of return from travel. Faxed forms can only be used for mileage reimbursement. Late submissions may require executive board approval.

MSNA Executive Director or other Executive Board members have the authority to request additional supporting documentation for any questionable reimbursement.

### **Travel / Mileage / Airfare**

The MSNA Executive Director will make all travel arrangements only for those traveling on preauthorized MSNA business.

Flights will be purchased at coach air fare rate. It is expected that any conference paid by MSNA will be attended for the entire duration of conference.

When using a car to travel on association business ( ie: MSNA Board meetings, committee meetings or chapter installations -if not reimbursed by the chapter) or to MSNA or SNA events, the automobile mileage will be reimbursed at the current federal mileage reimbursement rate or at the rate of the lowest available airfare, whichever is less. The current mileage rate can be viewed at [www.gsa.gov](http://www.gsa.gov). Parking fees for said events will be reimbursed.

Transportation to and from the airport, airport parking and transfer fees (ie: shuttle, taxi) are allowable expenses for reimbursement.

Any additional costs incurred with changes in travel plans are at the individual's expense.

## **Lodging**

Lodging for pre-authorized MSNA events will be booked at standard room rates by MSNA Executive Director. Based on lodging/conference chart, Executive Board, Committee Chairs and preauthorized MSNA members (Future Leaders) will receive a private hotel room.

## **Meals**

Reimbursement for meals shall be limited to \$55 per day for a full day of attendance or participation. Meals (with gratuity if applicable) shall be reimbursed pursuant to actual expenses. Such expenses for alcoholic beverages are specifically non-reimbursable. All meal receipts must accompany request for payment. No funds will be allocated in advance.

For a partial day of attendance, travel days, or functions where meals are provided, these guidelines will be followed:

Breakfast	\$10.00
Lunch	\$15.00
Dinner	\$30.00

- If you leave after the normal breakfast hour, you are eligible for lunch and dinner reimbursement, if it is not provided by the event you are attending.
  - Example: You are leaving at 9 a.m. to travel to a conference where dinner is served but not lunch, please request reimbursement for lunch up to \$15.
- If you leave after the normal lunch hour, you are eligible for dinner reimbursement, if it is not provided by the event you are attending.
  - Example: You must be at the airport at 11 a.m., please request reimbursement for lunch and dinner.

Request for meal reimbursement must be added to the Expense Reimbursement form.

I have read the Travel and Reimbursement Policy and General Guidelines and understand the policies.

Name:

Date:

Signature:

## Travel and Reimbursement Policy

### State Conferences – Travel Expenses

MSNA covers the conference registration fee, lodging, mileage as noted below.

Key: **M-Mileage** **H-Hotel** **R-Registration**

Conferences	M/H/R	M/H/R	M/H/R	M/H/R	M/H/R	M/H/R
	Annual Conference	Skills Camp	Industry	Legislative	Chapter Leadership	Nutrition
President	M/H/R	M/H/R	M/H/R	M/H/R	M/H/R	M/H/R
President Elect	M/H/R		M/H/R	M/H/R	M/H/R	
Vice President	M/H/R		M/H/R			
Sec/Finance	M/H/R		M/H/R			
Nutrition Chair	M/H/R					M/H/R
Member Service Chair	M/H/R				M/H/R	
Public Policy Chair	M/H/R			M/H/R		
Education Chair	M/H/R	M/H/R				
Industry Chair	M/H/R		M/H/R			
Executive Director	M/H/R	M/H/R	M/H/R	M/H/R	M/H/R	M/H/R
AC Exhibit Chair	M/H/R					
Conference Chair/Co Chairs committees)	M/H/R	M/H/R	M/H/R	N/A	N/A	M/H/R
Committee Members	R/M	R/M	R/M	R/M	N/A	R/M

## National Conventions/Conferences – Travel Expenses

MSNA covers the conference registration fee, lodging, airfare, mileage parking and transfer fee and meals for the following Board members:

SNA Legislative (LAC)	President President Elect Public Policy Chair Executive Director
SNA Leadership	President Elect Vice President Secretary/Treasurer (* Once per 2 year term 1st year on board) Member Service Chair (*Once per 2 year term- 1 <sup>st</sup> term on board) Nutrition Chair (*Once per 2 year term - 1 <sup>st</sup> term on board) Education Chair (*Once per 2 year term - 1 <sup>st</sup> term on board) Executive Director *Future Leader (in even years)
ANC	President President Elect
State Executive Director's Conference	Executive Director