



The ACADEMY OF NUTRITION AND **DIETETICS Inc**

BYLAWS

November 8, 1984
Revised Jan 21, 1989
Revised Nov 1, 1990
Revised Nov 12, 1992
Revised Apr 10, 1997
Revised Apr 3, 2002
Revised Apr 20, 2010
Revised June 2011
Revised June 11 2012
Revised May 23 2013
Revised Sept 20, 2014
Revised Jan 16, 2017

The Indiana Academy of Nutrition and Dietetics Bylaws

TABLE OF CONTENTS

Article I	Name	1
Article II	Members	1
	Section 1. Membership classifications.....	1
	Section 2. Current list of members	1
	Section 3. Rights and Privileges	1
	Section 4. Publications.....	1
Article III	Fiscal Year	1
Article IV	Meeting of Members.....	1
	Section 1. Number and purpose	1
	Section 2. Notice of meeting.....	1
	Section 3. Special Meetings.....	2
	Section 4. Quorum	2
	Section 5. Procedure	2
Article V	Governing Board and Structure	2
	Section 1. Board of Directors.....	2
	Section 2. Meetings.....	3
	Section 3. Qualifications.....	3
	Section 4. Quorum.....	3
	Section 5. Executive Committee of the Board of Directors.....	4
	Section 6. Relationship with District Affiliates.....	4
Article VI	Officers	4
	Section 1. Officers	4
	Section 2. Election and Appointment	4
	Section 3. Vacancies	5
	Section 4. Removal of officers and other officials	5
	Section 5. President.....	5
	Section 6. President-elect.....	6
	Section 7. Immediate Past President.....	6
	Section 8. Secretary	6
	Section 9. Treasurer	7
	Section 10. Chair of the Council on Professional Issues (CPI)	7
	Section 11. Chair-elect of the Council on Professional Issues	7
	Section 12. Other Elected Officials	8
	Section 13. Employed Staff	9
	Section 14. Compensation.....	9

Article VII	Delegates.....	9
	Section 1. Term and Number of Delegates.....	9
	Section 2. Role of Delegate.....	9
	Section 3. Function.....	10
	Section 4. Responsibilities.....	10
Article VIII	Nominations and Elections.....	10
	Section 1. The Nominating Committee.....	10
	Section 2. Officers and elected officials.....	11
	Section 3. Election Procedure.....	11
	Section 4. Re-election.....	12
Article IX	Activities.....	12
	Section 1. Divisions of Practice.....	12
	Section 2. Committees.....	13
	Section 3. Task Force and Work Groups.....	16
Article X	Affiliate Dietetic Associations.....	16
	Section 1. Academy of Nutrition and Dietetics.....	16
	Section 2. District Associations.....	16
Article XI	Dietetic Practice Groups.....	17
	Section 1. Formation and Composition.....	17
	Section 2. Liability and Financial Relationships.....	17
	Section 3. Functions.....	17
Article XII	Indemnification of officers.....	17
	Section 1. Indemnification.....	17
Article XIII	Books, Records and Publications.....	18
	Section 1. Books and Records.....	18
	Section 2. The Official Newsletter.....	18
	Section 3. Other Publications.....	18
Article XIV	Dissolution.....	18
	Section 1. Disposal of Assets.....	18
	Section 2. No earnings to members.....	18
Article XV	Amendments.....	19
	Section 1. Method.....	19
	Section 2. Notice.....	19

ARTICLE I - Name

The name of this organization will be the Indiana Academy of Nutrition and Dietetics Inc., Incorporated in the state of Indiana also known as IAND, hereafter referred to as "the Academy or "this Academy" or "the Affiliate".

Mission: Empower members to be Indiana's food and nutrition leaders.

Vision: Optimize Indiana citizen's health through food and nutrition

ARTICLE II - Members

Section 1. Membership classifications. Membership in the Indiana Academy of Nutrition and Dietetics will be limited to members of the Academy of Nutrition and Dietetics who designate Indiana as their affiliate. Membership classification will be those set forth in Article II of the AND Bylaws.

Section 2. Current list of members. The current list of members of the Academy of Nutrition and Dietetics who designated Indiana as their affiliate will be the official membership list of this Affiliate for all purposes.

Section 3. Rights and Privileges. All members of this Academy have the rights and privileges as set forth in Article II of the Academy of Nutrition and Dietetics Bylaws and will have corresponding rights and privileges in the conduct of business of the Affiliate.

Section 4. Publications. All members whose AND dues are not in arrears will receive the Academy's Newsletter.

ARTICLE III – FISCAL YEAR

The fiscal year of the Indiana Academy of Nutrition and Dietetics shall be in accordance with the AND fiscal year (June 1 to May 31).

ARTICLE IV - Meeting of Members

Section 1. Number and purpose. There will be at least one (1) meeting of the members held annually for the purpose of presenting to the membership the formal reports of the elected officers, the results of the elections of officers, and for the transaction of business as may be set by the Board of Directors. The place, date and hour of the meeting will be set by the Board of Directors. Meetings may be held within the state of Indiana or elsewhere.

Section 2. Notice of meeting. Written or electronic notice of the meetings will be sent by the secretary of the Association to each member of the Association twenty- five (25) prior to the date of the meeting.

Section 3. Special meetings. Special meetings of the members may be called by the Board of Directors. Written or printed notice of said meeting stating the place, date, hour and purpose will be sent to each member of the Association not less than twenty-five (25) days nor more than forty-five (45) days prior to the date of the meeting.

Section 4. Quorum. At all meetings of the members, the voting members present will constitute a quorum for the transaction of business, except to the extent that the law of the state of incorporation requires a larger number.

Section 5- Procedure. Robert's Rules of Order Newly Revised will constitute the parliamentary authority for the conduct of meetings of this Association and in all cases not covered by AND Bylaws, IAND Bylaws, or IAND Standing Rules.

ARTICLE V - Governing Board and Structure

Section 1. Board of Directors. The government of the Academy will be vested in a Board of Directors. The affairs of the Academy will be managed by or under direction of the Board.

A. VOTING MEMBERS. The following will serve as members of the Board of Directors with the right to vote: (Voting members may not simultaneously hold another office giving that person more than one vote.)

- a) President - (vote cast only to break a tie)
- b) President-elect
- c) Immediate Past President
- d) Secretary
- e) Treasurer
- f) Delegate(s)
- g) Chair of the Council on Professional Issues (CPI)
- h) Chair-elect of the CPI
- i) Chair of the Nominating Committee
- j) Presidents of District Dietetic Associations affiliated with the Association

B. NON-VOTING MEMBERS. The following appointed positions will serve as members of the Board of Directors without vote:

- a) Annual Meeting Registration Chair
- b) Continuing Education Approval Chair
- c) Diet Manual Chair
- d) Executive Director (Ex-officio member)
- e) Historian, Outstanding Dietitian of the Year, and Honored Dietitian Awards
- f) Marketing Chair
- g) Media, Public Relations, and Liaison Coordinator Chair
- h) Membership Chair
- i) Nominating Committee Chair

- j) Nominating Committee
- k) Public Policy Coordinator
- l) Public Policy Team Mentor
- m) Reimbursement Chair
- n) Scholarship and Education Chair
- o) Sponsorship, Exhibits, and AND Foundation Chair
- p) State Policy Representative, State Regulatory Specialist,
and Consumer Protection Coordinator

C. FUNCTIONS. The Board of Directors will determine policies, manage the property and activities of the Academy and will correlate the program of work with that of the Academy of Nutrition and Dietetics. In addition to the powers and authorities expressly conferred upon the Board of Directors, it will exercise all of the corporate powers and perform all the lawful acts and activities which are ordinarily done or permitted or required to be done by the Board of Directors of a corporation not for pecuniary profit as are by statute required to be done and exercised by the members of this Affiliate. Without intending to limit its authority in any way, the Board of Directors will have the following specific powers:

- a) Analyze trends and provide long-range plans for the future of the Academy.
- b) Determine policies related to priorities and positions of the Association.
- c) Provide sound fiscal planning and control, direct the financial affairs of the Academy, and approve the budget for all Academy activities.
- d) Determine the policy regarding the use of the seal of The Indiana Academy of Nutrition and Dietetics, Inc.
- e) Delegate any of its powers in the course of current operations of the corporation, except as herein otherwise provided to any standing or special committees.
- f) Maintain affiliations with District Dietetic Affiliates and State Dietetic Practice Groups and approve liaisons with appropriate organizations if applicable.
- g. Manage activities and initiatives of the Academy and coordinate with those of AND.
- h. Approve amendments to the Indiana Bylaws and Standing Rules

SECTION 2. MEETINGS. There will be no less than (3) meetings held in person, electronically or conference calls of the Board of Directors each year. Other regular meetings may be held at such time and place as determined by the president and the president-elect.

SECTION 3. QUALIFICATIONS. Qualifications shall be consistent with board qualifications set forth in the AND Bylaws. All board members must be Active or Retired members of AND and IAND.

SECTION 4. QUORUM. At all meetings of the Board of Directors, a simple majority of the voting members will constitute a quorum, and no act of the membership present will be valid or binding unless passed by an affirmative vote of a majority of the total voting members of the Board of Directors present.

Section 5. Executive Committee of the Board of Directors. The Executive Committee of the Board of Directors may also be referred to as "the Executive Committee."

- A. COMPOSITION.** The Executive Committee shall consist of the president, president-elect, immediate past president, secretary, treasurer, delegate(s), the chair and chair-elect of the CPI and the Executive Director as an ex-officio non-voting member.
- B. FUNCTIONS.** The Executive Committee may act on behalf of the Association when matters of importance require decisions of an immediate nature. All actions by the Executive Committee must be voted upon at the next meeting of the Board of Directors. The Executive Committee's duties may include, but are not limited to, long range planning, budget, national awards and nominations, Bylaws and standing rule changes.
- C. MEETINGS.** Regular meetings of the Executive Committee may be scheduled prior to the meetings of the Board of Directors. Special meetings may be called by the president or any three (3) members of the Executive Committee.
- D. QUORUM.** At all meetings of the Executive Committee, a simple majority of the members will constitute a quorum, and no act of the membership present will be valid or binding unless passed by an affirmative vote of a majority of the total members of the Executive Committee present.

Section 6. Relationship with District Affiliates. The Academy may be associated with district affiliates as described in Article X. The district affiliates will establish their own financial holdings, and be responsible for their own liability and any incorporation which they may pursue. Liability insurance may be made available from the Academy of Nutrition and Dietetics, and the Association may authorize a transfer of funds to a district dietetic association upon approval of the Board of Directors.

ARTICLE VI – Officers

Section 1. Officers. The officers of the Academy shall be president, president-elect, secretary, treasurer, delegate(s), chair and chair-elect of the Council on Professional Issues (CPI). All officers and members of the Board of Directors will take office at the same time as elected officers of the Academy of Nutrition and Dietetics. No member may hold more than one (1) elected office at a time.

Section 2. Election and Appointment. Elected officers shall take office at the beginning of the fiscal year following their election. Each officer shall hold office until his/her successor has been duly elected, appointed, or until he/she shall resign or be removed in the manner hereinafter provided.

Section 3. Vacancies. If any of the following offices become vacant because of death, resignation, disqualification, removal or other cause, the unexpired term will be filled in the following manner:

- **President:** The president-elect will succeed to the office of president and will complete the unexpired term and then serve the elected term of president.
- **Chair of the CPI:** The chair-elect of the CPI will succeed to chair of the CPI and will complete the unexpired term and then serve the elected term as chair.
- **President-elect or chair-elect of the CPI:** A special election by the membership will be conducted.
- **Secretary and Treasurer:** The Board of Directors will appoint a successor to fill any unexpired term.
- **Delegate(s):** The Board of Directors will appoint a successor to fill any unexpired term. The appointed alternate delegate should have the same qualifications as the delegate as described in Article VII of these Bylaws.
- **Nominating Committee**
Chair: The person receiving the next highest number of votes will become the chair.
Members: The Board of Directors will appoint a successor to fill the unexpired term.
- **Vacancy of president **and** president-elect.** Should the offices of president and president-elect both become vacant at the same time; a special election by the membership will be conducted by mail and/or electronic mail at the earliest date. In the interim, the delegate will serve as president.

Section 4. Removal of officers and other officials. Any elected officer, other elected official, or appointed chair or committee members may be removed by the persons authorized to elect or appoint such officers whenever in their judgment the best interests of the Academy would be served by such action. The Board of Directors will establish the process for removal of elected officers and other elected officials. The removal of an officer will be without prejudice to the contract rights, if any, of the officers so removed.

Section 5. President. The president will serve for one (1) year.

Functions. The president will:

- A. Serve as the chief executive officer of this Academy and the chair of the Board of Directors and its Executive Committee.
- B. Ensure the Academy's strategic direction and values are carried into effect.
- C. Appoint the Division of Practice chairs and members of committees and commissions of the Board of Directors.

- D. Serve as member ex officio without vote on committees of the Board of Directors (will not serve on the Nominating Committee.)
- E. Serve as a member of the Finance Committee and have the general powers of supervision and active management usually vested in the office of president.
- F. Serve as the official spokesperson for the affiliate

Section 6. *President-elect.* The president-elect will serve for one (1) year and at the end of this term the president-elect shall assume the office of president.

Functions. The president-elect will:

- A. Serve as a member of the Board of Directors and its Executive Committee.
- B. Perform the functions of the office of President in the President's absence or when the president is unable to perform the functions of the president.
- C. Serve as a member of the Finance Committee.
- D. Serve as general chair of the Association's Annual Meeting.
- E. Perform such other duties as may be designated by the Board of Directors.
- F. Present proposal for strategic plan and budget for term as President for approval by the Board.

Section 7. *Immediate Past President.* The Immediate Past President will serve for one (1) year.

Functions. The Immediate Past President will:

- A. Serve as a member of the Board of Directors and Executive Committee
- B. Serve as Bylaws chair
- C. Serve as consulting member without a vote of the nominating committee
- D. Serve as ex officio member of the Annual Meeting and Scholarship Committees

Section 8. *Secretary.* The secretary will serve for two (2) years.

Functions. The secretary will:

- A. Serve as a member of the Board of Directors and its Executive Committee.
- B. Be responsible for the minutes of meetings of the Board of Directors and of the Academy membership meeting(s) and for ensuring that they are recorded and filed appropriately.
- C. Direct that the official ballot is sent via mail and/or electronically to each member eligible to vote.
- D. Notify each candidate for office of the results of the election.
- E. Have any and all other powers and functions usually vested in the office of Secretary.
- F. Serve as a member of the Scholarship Committee

Section 9. Treasurer. The treasurer will serve for two (2) years.

Functions. The Treasurer will:

- A. Serve as a member of the Board of Directors and its Executive Committee.
- B. Be the Chief Financial Officer of the Association
- C. Deposit and disburse monies in the name and to the credit of the Academy through such depositories as may be designated by the Board of Directors.
- D. Be responsible for keeping full and accurate accounts of all receipts and disbursements.
- E. Report the financial status of the Association to the Finance Committee and the Board of Directors as requested and to the members at the business meeting(s).
- F. Serve as chair of the Finance Committee.
- G. Serve as an advisor of the Scholarship and Annual Meeting Committees.
- H. Arrange for the financial reports of the Academy to be reviewed semi-annually.
- I. Formulate the financial records.
- J. Assist president elect with the annual budget
- K. Assist hired accounting firm with necessary paperwork to file taxes yearly.

Section 10. Chair of the Council on Professional Issues (CPI). The chair of the CPI will serve for one (1) year.

Functions. The chair of the CPI will:

- A. Serve as a member of the Board of Directors and its Executive Committee.
- B. Serve as program chair of the Academy's Annual Meeting.
- C. See that all recommendations submitted to the CPI are duly considered.

Section 11. Chair-elect of the Council on Professional Issues. The chair-elect of the CPI will serve for one (1) year and at the end of this term the chair-elect will become chair of the CPI.

Functions. The CPI chair-elect will:

- A. Serve as a member of the Board of Directors and its Executive Committee.
- B. Serve as chair of committees which determine the Recognized Young Dietitian, Recognized Dietetic Technician, Emerging Dietetic Leader, and other awards.
- C. Perform all other duties as may be designated by the Board of Directors.
- D. Perform the functions of the chair of the CPI in the absence of the chair.
- E. Serve on program planning committee for the Academy's Annual Meeting.

Section 12. Other Elected Officials

DISTRICT PRESIDENTS. District presidents will serve for one (1) year.

Functions. District presidents will:

- A. Serve as a voting member of the Board of Directors.
- B. Serve as president of their respective district association.
- C. Serves as the key Communication Liaison with district members regarding nutrition activities and legislative issues within Indiana and nationally.
- D. Supports IAND strategic plan, which in essence leads the way for the future of the dietetic profession's role in providing nutritional care to Hoosiers.
- E. Provides reports and information in timelines requested, as required by the IAND and AND.(Principles of Affiliation; newsletter update for district per schedule; annual report to IAND President)
- F. Responsible to keep district website information up to date
- G. Coordinate district gift basket for ANDF/IAND Scholarship silent auction at Annual Meeting.
- H. Communicates with Executive Director or other designee regarding membership changes or changes in contact information from district.
- I. Attends board meetings to stay abreast of key issues and promote necessary action within the state membership, as related to the dietetics profession, which is then fed back to the state membership.
- J. Must provide Proxy attendee if not able to attend, and then follows up with Proxy regarding communication and follow-up action items needed within their district.
- K. Promotes professional continuing education activities within the district, and when possible seeks ways to promote offering these activities to other member in the state.

NOMINATING COMMITTEE. The members of the Nominating Committee will serve one (1) year.

Composition. The Nominating Committee will consist of three (3) active or retired members of the Academy. The member receiving the highest number of votes will serve as chair of the Nominating Committee. The immediate past president will be a consulting member without vote.

Functions. The Nominating Committee will:

- A. (Chair) Serve as a member of the Board of Directors.
- B. Select qualified candidates for the ballot as described in Article VIII of the Bylaws.
- C. Prepare an official ballot as described in Article VIII of the Academy's Bylaws.

Section 13: Employed Staff

Executive Director. The position of Executive Director shall be a salaried position filled at the discretion of the Board. Subject to direction of the Board of Directors, the Executive Director will be responsible for the day-to-day fiscal and operational management of this Association. The Executive Director will not have budgetary, fiscal, or policy-setting authority.

Functions:

- A. Serves as an ex-officio member without vote on the Board of Directors
- B. Is accountable to the Board;
- C. Administers the Academy's office;
- D. Implement policies of the Academy as directed by the board
- E. Communicate regularly with the President, Secretary and Treasurer
- F. Performs services as specified in the current contractual agreement and other authority as the Board may delegate.

Section 14. Compensation. The Board of Directors and officers of the Academy shall have no authority to establish compensation for services to the Affiliate as an officer. An officer may be paid their expenses related to the duties of their office. This shall not preclude any director from serving the Academy in any other capacity and receiving compensation for such service.

ARTICLE VII – Delegates

Section 1. Term and Number. The Delegate will serve for a term of 3 years and may be re-elected. However, AND recommends that the delegate have a two year break before serving again in the role as delegate. The number of Delegates is determined by the size of the affiliate / per AND guidelines.

Section 2. Role of the Delegate. The role of the Delegate is to define and respond to the needs of the member driven Academy by creating and participating in activities that result in an effective House of Delegates (HOD).

In fulfilling these responsibilities, the delegate:

- Interacts with members to identify issues important to the membership
- Identifies professional issues affecting dietetic practice
- Participates in the dialogue and deliberations to provide direction on member and professional issues
- Communicates member and professional issues to the Academy leadership.
- Contributes to trend identification and strategic planning.
- Informs members about Academy initiatives and programs.

Section 3. Functions.

- Serves as a member of the HOD
- Performs functions as needed to assist in facilitating the work of the HOD
- Serves as a member of, or is represented on, the governing board of the affiliate

Section 4. Responsibilities.

- Participates in HOD meetings.
- Recommends agenda items for HOD meetings.
- Participates in discussions, makes and votes on motions.
- Contributes to and participates in achieving operating plans for HOD and HOD committees.
- Identifies topics for future deliberations at HOD meetings based on needs, concerns and interests of members.
- Maintains communication with HOD Leadership Team and responds to requests from, Speaker, and House committees.
- Maintains communication with constituents (e.g. members, affiliates) through mechanisms developed by HOD; may include attendance at meetings or on conference calls, writing articles, soliciting input; facilitating group discussions at established times, such as AND meetings or affiliate business meetings.
- Monitors the AND budget and addresses issues via HOD representatives on Finance Committee.
- Accepts appointments for HOD committees, subcommittees and task forces and Tactical workgroups and completes assigned tasks.
- Contributes reports on activities.
- Monitors the functions of the HOD to ensure compliance with the Bylaws.
- Assists in orientation of and transfer of information to new delegates to ensure continuity.

ARTICLE VIII - Nominations and Elections

Section 1. The Nominating Committee. The functions of this committee will be to:

- A. Select, annually, at least two (2) candidates for the office of president-elect.
- B. Select in alternate years at least two (2) candidates for the office of secretary or treasurer, respectively.
- C. select candidates for delegate to be elected every 3 years per AND guidelines
- D. Select, annually, five (5) candidates, three (3) to be elected, for the Nominating Committee.
- E. Select, annually, at least two (2) candidates for the office of chair-elect of the CPI.
- F. Submit to the secretary, at least forty-five (45) days prior to an election, a report of the ballot signed by the members of the Nominating Committee.
- G. If the nominating committee, after reasonable effort, is unable to nominate two willing candidates who otherwise meet the qualifications for office, a single candidate slate may be distributed to the membership.

Section 2. Officers and other elected officials.

ELIGIBILITY. All members meeting the qualifications outlined in the Standing Rules of the association are eligible to run for any office. No person will hold more than one elected office simultaneously.

SECTION 3: ELECTION PROCEDURE.

Elections for the offices of President-elect, Secretary, Treasurer, Delegate, Chair-elect of CPI and three (3) members of the Nominating Committee - the ballot will be prepared containing the names of all the candidates.

Write-in candidates. The option of a write-in candidate as a right of membership exists in any election. However, no write-in candidate may be elected who does not meet the established qualifications for office. Nominations may be added by petition through the following procedure:

1. Other nominations for these offices may be made by nominating petitions
2. The petitions must be signed by not less than seventeen (17) voting members of the Academy.
3. The consent from the nominee must be secured prior to the circulation of the petition.
4. The petition (s) will be filed with the Immediate Past President on or before the date set by the Board of Directors.

Ballot and Voting.

A. The President will appoint a teller's committee who has the responsibility for receiving and tallying the votes and notifying the President and Secretary of the voting results in the event electronic voting is not available.

B. Ballots will be transmitted by regular mail and/or electronic means to the voting members of the Association at least thirty [30] days prior to the posted deadline for ballot submission.

C. The majority of the votes cast to constitute an election

D. Only ballots received by midnight of the designated date for the closing of the polls are counted. Ballots are screened for five business days after the election's official closing date for valid postmarks or e-mail send dates.

E. The candidate receiving, respectively, the largest number of votes for the offices of President-Elect, Secretary, Treasurer, CPI Chair-Elect, Delegate and Nominating Committee Chair will be elected to those offices. The {two or three} remaining candidates for the Nominating Committee with the highest number of votes will be elected as members of this committee.

F. In the event of a tie vote for an office the election will be determined by lot.

G. The Affiliate Secretary will verify the teller's tally of the votes, taking reasonable steps to ensure that the teller's count was accurate.

H. The Secretary has the responsibility of notifying candidates of election results.

Section 4. Re-election. Eligibility for re-election will be:

- A. The President will be ineligible for a second consecutive term in office
- B. The President-elect will be ineligible for a second consecutive term in office.
- C. The Secretary and Treasurer will be ineligible to succeed themselves in their respective offices.
- D. Delegates - AND recommends that the delegate have two year break before being re-elected as Delegate.
- E. The Chair of the CPI will be ineligible for a second consecutive term in office
- F. The Chair-elect of the CPI will be ineligible for a second consecutive term in office.
- G. Members of the Nominating Committee may be re-elected to the Nominating Committee.
- H. A member may run for another position on the Board but not the same one they just held.

ARTICLE IX– Activities

The activities of the Academy will be directed by Board of Directors and Committees.

Section 1. Divisions of Practice. Divisions of Practice will be determined by the Board of Directors. Each Division will consist of the chair, the respective District Affiliate Section Chairs, and the Division chair can make recommendations for other members of the Association to assist the responsibilities and duties of the Division, but the board must make the final decision of who will be appointed to the committee. The Division Chair will be eligible to serve as such for no more than three (3) consecutive years.

Functions. The Division chair will:

- A. Develop a Program of Work for the Division, subject to the approval of the Board of Directors.
- B. Develop its budget.
- C. Coordinate and support the Program of Work by the respective Division(s) at the district levels.
- D. Coordinate the support and Program of Work by the respective Division(s) of the Academy of Nutrition and Dietetics
- E. Serve on the planning committee for the Academy's Annual Meeting.

Section 2. Committees. Committee chairs, with the exception of the Nominating Committee, will be appointed annually by the President.

A. STANDING COMMITTEES. Standing committees are changed by Bylaws amendment.

B. BYLAWS COMMITTEE. The Bylaws Committee will consist of the Delegates, the President, President-elect and Immediate Past President. The Immediate Past President or their designate will serve as the Bylaws Committee chair.

Functions. The Bylaws Committee will:

- A. Serve as the Bylaws and Standing Rules consultants to the Board of Directors.
- B. Recommend updating of the IAND Bylaws to the Board of Directors.
- C. Review and approve District Bylaws.
- D. Coordinate and prepare resolutions.

C. CAREER GUIDANCE AND MEMBERSHIP COMMITTEE. The Career Guidance and Membership Committee will consist of the State Professional Recruitment Coordinator (SPRC) and District Association SPRCs. The SPRC will serve as an ex-officio member of the Public Relations Committee.

Functions. The SPRC and the committee will:

- A. Plan all Career Guidance activities, subject to approval of the Board of Directors.
- B. Promote membership recruitment and retention.

D. CONTINUING EDUCATION COMMITTEE. The Continuing Education Committee will consist of the Continuing Education chair, the District Association chairs and as many other members as deemed necessary by the chair with the approval of the Board of Directors.

Functions. The Continuing Education Committee will:

- A. Coordinate with the Commission on Dietetic Registration.
- B. Screen state educational programs and assign continuing education credits.
- C. Coordinate with the District chairs.

E. DIET MANUAL COMMITTEE. The Diet Manual Committee will consist of a chair appointed by the president and a committee appointed by the Diet Manual Committee chair with the approval of the Board of Directors.

Functions. The Diet Manual Committee will:

- A. Provide an approved diet manual that reflects the current diet therapy principles and updated every 5 years.

B. Promote sales and arrange distribution of the diet manual.

- F. **FINANCE COMMITTEE.** The Finance Committee will consist of the Treasurer as chair, the President, the President-elect and one (1) additional, member appointed by the treasurer. No member will be eligible for more than four (4) consecutive years.

Functions. The Finance Committee will:

- A. Prepare a budget for Board of Directors approval.
- B. Serve in an advisory capacity to the Board of Directors and provide counsel upon all financial matters affecting the Association.
- C. select, with the approval of the Board of Directors, a qualified person or organization to audit the records

- G. **HISTORIAN.** An Historian will be appointed and will select as many members as deemed necessary by the Historian with the approval of the Board of Directors.

Functions. The Historian will:

- A. Be responsible for adding a review of the activities of the previous year to the History of the Indiana Academy of Nutrition and Dietetics.
- B. Serve on Annual Meeting Committee to coordinate contacting and introducing 50 year members at Annual Meeting.
- C. Be responsible for collecting and storing archival records.

- H. **OUTSTANDING DIETITIAN COMMITTEE.** The Outstanding Dietitian Committee will consist of a chair appointed by the president and the two past IAND presidents.

Functions. The Outstanding Dietitian Committee will:

- A. solicit nominations for Outstanding Dietitian candidates
- B. Select an eligible member of IAND to receive the Outstanding Dietitian Award.

- I. **PUBLIC POLICY PANEL (PPP)** The Public Policy Panel will consist of the Public Policy Coordinator (PPC - National Legislation), the State Policy Representative/Consumer Protection Coordinator/State Regulatory Specialist (SPR - State legislation) who will serve as Co-Chairs of this committee, and, Certification/Licensure Chair (as applicable), These positions are appointed by the president, and will work as a team. The other members of their panel are the District Affiliate chairs for Legislation and as many other members as needed selected by the chair(s) with approval of the board of directors.

Functions. The Public Policy Panel will:

- A. Keep the Board of Directors and membership informed on pending legislation.
- B. Serve as a resource and liaison with legislators and other government agencies.
- C. Coordinate and attend Public Policy Workshop as planned in the budget

- D. Plan State Legislative Day
- E. Reach out to Governor to gain support as needed.
- F. Work with the lobbyist on legislation
- G. Coordinate congressional district visits
- H. Monitor Legislation and plan public policy sessions for members as needed.
- I. Coordinate legislative projects as directed by the Board of Directors
- J. The PPP will establish and maintain a Grassroots listing of IAND Members who will be called upon to make contacts with state or federal legislators, when needed.

J. NOMINATING COMMITTEE. The Nominating Committee will consist of three (3) Active or Retired members of the Association and function as stated in Article VI of the Association Bylaws. No member of the Nominating Committee is eligible to run for elected office during their term of office except Nominating Committee.

K. PUBLIC RELATIONS COMMITTEE. The Public Relations Committee will consist of the Public Relations/Media/Newsletter Editor/Liaison Manager Chair (Committee Chair) and District Association Public Relations chairs.

FUNCTIONS. THE PUBLIC RELATIONS Committee will:

- A. Plan all public relations and publicity activities.
- B. Serve as a member of the Association's Annual Meeting Committee.
- C. Coordinate National Nutrition Month activities with Districts
- D. Public Relations/Media Chair to work as Chair of the Public Initiative Team to oversee IAND Media Awards and the IAND Kaleidoscope Award.

L. SCHOLARSHIP COMMITTEE. The Scholarship Committee will consist of a chair (appointed by the president), the Immediate Past President, Secretary, and three members of IAND who are educators.

Functions. The Scholarship Committee will:

- A. Send out via mail and/or electronic transmission scholarship applications.
- B. Review scholarship applications.
- C. Select scholarship recipients.

M. TELLERS COMMITTEE. The Tellers Committee will consist of a chair and two (2) members appointed by the president as needed. (The Secretary can be one of the members of this committee).

Functions. The Tellers Committee will:

- A. The Secretary will receive the electronic ballot results from the Executive Director.
- B. The Secretary will notify the President of election results
- C. The Secretary will notify prospective candidates of election results in writing
- D. The Secretary will report election results to full board and to membership

N. AWARDS COMMITTEE.

OTHER COMMITTEES. Committees other than Standing Committees may be appointed by the Board of Directors as needed.

Task Forces and Work Groups may from time to time be appointed by the President and be maintained by the Board of Directors as non-board functional groups. Such Task Forces and Work Groups will be assigned activities and projects based on the initiatives of the current Strategic Plan for IAND. Each Task Force and Work Group will receive its specific charge[s], allocated budget, Section 3. Task Forces and Work Groups and projected deadline for the completion of the charge[s] in writing from the President or designated Board member.

- A. **Composition:** Each Task Force or Work Group will consist of at least [3] IAND members in good standing. Once the charge to the Task Force or Work Group is completed, then the Task Force or Work Group is dissolved.
- B. **Functions:** Each Task Force or Work Group will: conduct appropriate communications, meetings and activities to complete its charge[s]; maintain communications with the President and designated Board member regarding progress and issues; and present oral and written interim and final reports to the Board of Directors.

ARTICLE X - Affiliate Districts

Section 1. Academy of Nutrition and Dietetics. This Academy will be affiliated with the Academy of Nutrition and Dietetics. Only those members as stated in Article II of The Academy of Nutrition and Dietetics Bylaws may hold elected offices.

Section 2. District Affiliates.

- A. **FORMATION OF AFFILIATED DISTRICTS.** District Affiliates may be formed and partner with the Academy upon approval of the Board of Directors. Each District Affiliate will adopt governing documents which are consistent with the Association, and the Academy of Nutrition and Dietetics Bylaws. Changes in district governing documents will be approved by the Academy's Bylaws Committee.
- B. **MEMBERSHIP.** Only members of the Academy of Nutrition and Dietetics may be members of the Indiana Academy of Nutrition and Dietetics district dietetic associations.
- C. **REPRESENTATION.** Affiliate Districts will be represented on the Board of Directors by the District President.

ARTICLE XI - Dietetic Practice Groups.

State Dietetic Practice Groups may be formed within the Indiana Academy of Nutrition and Dietetics.

Section 1. Formation and composition. A State Dietetic Practice Group may be formed when a counterpart has been recognized nationally by the Academy of Nutrition and Dietetics.

- A. Will admit to membership any Academy members regardless of membership classification or employment status.
- B. Will submit a list of members giving AND membership numbers to the State chair of the CPI, stating that the purpose is the same as the national group.
- C. A state dietetic practice group will engage in activities which meet the needs of its members and are consistent with the Mission, Strategic Plan, and policies of this Association; develop governing documents that are consistent with the Bylaws and policies of this Association; and establish its own dues structure
- D, Representation: The State Dietetic Practice Group will be represented on the Board of Directors by the Chair of the DPG association.

Section 2. Liability and financial relationships. The Academy assumes no liability for actions of state dietetic practice groups nor does the association have any financial relationships with state dietetic practice groups.

SECTION 3. FUNCTIONS. Dietetic Practice Groups will:

- A. Elect their own officers.
- B. Identify continuing education needs for its members; plan and implement programs and activities to meet those needs.
- C. Determine quality assurance standards for its area of practice.

MEETINGS. Each Dietetic Practice Group will determine its own need for meetings.

ARTICLE XII - Indemnification and Non-Liability

Section 1. Indemnification.

Each person who serves, or who has served, as a director, officer, agent, or committee member in accordance with these Bylaws will be indemnified by the Academy to the fullest extent permitted by the laws of the State of Indiana, for any actions taken in good faith while serving in his or her official capacity. The Academy may purchase and maintain insurance on behalf of any such person. This right of indemnification will, for all acts taken while in office, survive beyond the

term of office and will inure to the benefit of the heirs, executors, and administrators of said person.

ARTICLE XIII- Books, Records and Publications

Section 1. Books and Records. The Academy shall keep books and records of account. It shall also keep minutes of the proceedings of its members. Board of Directors, HOD, and committees having any of the authority of the Board of Directors. The names and addresses of the members entitled to vote shall be maintained by the principal office of the Academy.

Section 2. The Official Newsletter. The Academy will publish an official newsletter which will be provided to all members.

- A. Newsletter Editor will be appointed by the President. The Editor can make recommendations as to who will be on the newsletter staff to assist the Editor in creating the newsletter. The Board makes the final decision of who is on the Newsletter staff,
- B. The newsletter is published 12 times annually. The dates of the newsletter are planned in the annual calendar by the president and Executive Director.
- C. Policies of the newsletter will be developed by the Board of Directors.

Section 3. Other Publications. As need is identified by study committees or the board of director's other publication will be produced as authorized by the Board of Directors. The President will appoint the members who will create these publications.

ARTICLE XIV - Dissolution

Section 1. Disposal of Assets. On the dissolution of the Indiana Academy of Nutrition and Dietetics, the Board of Directors, after paying or making provisions for payment of all liabilities of the Academy, will dispose of all of its assets, exclusively for the purposes of the Affiliate in such manner, or to such organizations which are then qualified as an organization or organizations exempt under Section 501 (c) (6) of the Internal Revenue Code of 1986 (or the corresponding provision of any subsequent United States Revenue Law) as the Board of Directors will determine.

Section 2. No Earning to Members. No part of the net earnings of the Indiana Academy of Nutrition and Dietetics will inure to the benefit of or be distributable to its members, trustees, officers, or other private persons, except that the Academy will be authorized and empowered to make payments and distributions in furtherance of the purposes set forth in Article II of these Bylaws. Notwithstanding any other provisions of the Articles in these Bylaws, the Association will not carry on activities that are not permitted to be carried on by a 501 (c) (6) organization exempt from Federal Income Tax Code of 1986 (or the corresponding provision of any subsequent United States Revenue Law).

ARTICLE XV – Amendments

Section 1. Method. These Bylaws may be amended by the affirmative vote of two-thirds (2/3) of the voting membership of the Board of Directors in person or by alternates at any meeting of the Board of Directors.

Section 2. Notice. Printed and/or electronic notice containing the proposed amendment must be given to all members of the association not less than thirty (30) days before the Board of Director's meeting at which the amendment is to be voted.