**ARTICLE I—NAME**

 **THE NAME OF THIS ORGANIZATION**

The name of this organization shall be “The Georgia Association of Nutrition & Foodservice Professionals”, also known as GA-ANFP.

**ARTICLE II—PURPOSE**

**2.1 THE PURPOSE OF THIS ASSOCIATION SHALL BE:**

As set forth in the Articles of Incorporation: To encourage and assist in the

 development of the profession and to advance the skills of managing and /or directing

food service operations.

**ARTICLE III—MEMBERSHIP**

* 1. **MEMBERS OF THIS ASSOCIATION**

Members of this association are those of the Association of Nutrition & Foodservice

Professionals (ANFP) in good standing having mailing and email addresses within the state of Georgia.

* 1. **RIGHTS OF MEMBERSHIP**

A member is entitled to all rights and privileges and subject to all obligations which membership implies such as: right to vote on all matters subject to membership vote and hold office.

**ARTICLE IV—FINANCES**

**4.1 DUES**

Active members shall pay annual dues to National ANFP. Members residing within the

The State of Georgia shall automatically be members of the State.

**4.2 REBATES**

The National ANFP shall pay a rebate to the affiliated State Association of the member’s mailing address at the time dues are paid. This is in lieu of State dues and will serve as a financial resource for the State Association.

**ARTICLE V—STATE BOARD OF DIRECTORS**

**5.1** **ORGANIZATION**

This Association shall be administered by a Board of Directors. The members of the Board of Directors shall receive no salaries for their services.

**5.2** **TERM OF OFFICE**

All members of the State Board of Directors shall hold office from immediately following the State Fall Meeting after their election until the end of their year/years of service at the State Fall Meeting following their elected term and their successors have been duly elected and qualified, in good standing and a certified CDM-CFPP.

**\*No nepotism shall be accepted on the board\***

**5.3 DUTIES OF THE STATE BOARD OF DIRECTORS**

The State Board of Directors shall have supervision, control, and direction of the affairs of the Association. The Board shall determine its policies or changes therein within the limits of the bylaws. It shall actively prosecute its purpose, have discretion in the disbursement of its funds, and shall correlate the program of work with that of National ANFP. It may adopt such rules and regulations for the conduct of its business as shall be deemed advisable, and may, in the execution of the powers granted, appoint such agents as it may consider necessary.

**5.4** **STATE BOARD OF DIRECTORS ORGANIZATION**

The State Board of Directors shall consist of the elected officers; namely, President, President-elect, Secretary, Treasurer, and the Immediate Past-President.

**5.5** **STATE EXECUTIVE COMMITTEE ORGANIZATION**

The President, President-elect, Secretary, Treasurer, and Immediate Past-President shall constitute the State Executive Committee within the State Board of Directors. The State Executive Committee shall exercise the powers of the State board of Directors, to the extent permitted by law, between meetings of the State Board of Directors.

**5.6 TERM OF OFFICE FOR OFFICERS**

The President, President-elect and Secretary shall hold office for a term of two (2) years. The President-elect at the end of their term shall automatically assume the office of President for the term of two years. The Treasurer shall be elected to hold the office for a three-year (3) term.

**5.7 DUTIES OF THE PRESIDENT**

The President shall be the principal election officer of the organization. The President shall preside at the meetings of the Association, the State Board of Directors and the State Executive Committee. The President shall be a member ex-officio, with right to vote, of all committees except the nominating committee and shall serve on the Budget and Finance Committee. The President shall also, at the Annual State Meeting of the Association or to the State Board of Directors such matters and make such suggestions as may in the President’s opinion tend to promote the welfare and increase the usefulness of the Association. The President shall perform such other duties as are necessarily incident to the office of President or as may be prescribed by the State Board of Directors. 3

**5.8 DUTIES OF THE PRESIDENT-ELECT**

The President-elect shall serve in the absence of the President; perform the President’s duties in the event of their absence from meetings. The President-elect shall have such other duties as the President, or the State Board of Directors may assign and appoint by May 15th all non-elected Standing Committee members to serve during the President-elect term as President. The President-elect will also serve as chairman of the Program Committee for State Meetings.

**5.9 OFFICE OF THE SECRETARY**

The Secretary shall give notice of and attend all meetings of the State Board of Directors and of the Association, keep a record of all proceedings, attest documents, prepare the ballots as stated in Article VI, section 4, and perform such other duties as are usual for such official or as may be duly assigned to them.

**5.10 DUTIES OF THE TREASURER**

The Treasurer shall keep an account of all monies received and expended for the use of the Association and shall make disbursements authorized by the Finance committee and approved by the State Board of Directors. All sums received, the Treasurer shall deposit in the bank, banks or trust company approved by the State Board of Directors. The Treasurer shall make a report at the Annual State Meeting or when called upon by the President. Funds may be drawn only upon signatures of the Treasurer and President. The Treasurer shall prepare the books for audit at the close of each fiscal year. The funds, books, and vouchers shall always be in the Treasurers hands, subject to verification and inspection by the State Board of Directors. Treasurer shall be bonded within thirty (30) days after installation. books shall be audited yearly by a source approved by the Executive Committee. The Treasurer will serve as chairman of the Budget and Finance Committee, with the President and Immediate Past-President as members.

**5.11 DUTIES OF THE IMMEDIATE PAST-PRESIDENT**

The Immediate Past-President shall counsel on all matters pertaining to operation of the Association, shall serve on the Budget and Finance Committee and shall accept any responsibility that is delegated to them by the President. The Past-President shall have the right to vote as a member of the State Board of Directors.

**5.12 ABSENCE FROM STATE BOARD OF DIRECTORS MEETINGS**

Any member of the State Board of Directors unable to attend a meeting shall inform the President or Secretary. The absence, reason for the absence and notification of absence shall be in the minutes of the meeting. An absentee member from a State Board of Directors meeting shall not send a substitute to said meeting.

**ARTICLE VI – ELECTION**

**6.1** **DUTIES OF THE STATE NOMINATING COMMITTEE**

It shall be the responsibility of the State Nominating Committee to formulate the ballot for each annual election of officers in accordance with policy adopted by using the state process by the State Board of Directors.

**6.2** **ORGANIZATION**

The Nominating Committee shall consist of three (3) active members of the Association who shall be appointed by the President-Elect, one to be designated chairman. The President-Elect shall act as counsel to the Nominating Committee but shall have no vote.

**6.3** **NUMBER OF CANDIDATES**

The Nominating Committee shall designate annually at least two (2) active member candidates for each of the offices of President-elect, Secretary and Treasurer when term is up.

**6.4** **BALLOT PROCEDURE**

The Nominating Committee must submit a ballot to the Secretary by the fifteenth(15th) day of February. The Secretary shall prepare the ballots to be mailed and sent by e-mail to the eligible voters by March 10th. The President-Elect shall appoint a Tellers Committee of two (2) or more members to count the ballots. Accompanying the ballots shall be instructions on the procedures to be used and voting information as to when ballots must be returned to the Chairman of the Tellers Committee in order to be valid and to be counted in the election. The Chairman of the Tellers Committee submits a written ballot count to the President. The President informs the membership and the candidates of the results and gives the Secretary the Tellers Committee report to file.

**6.5** **MAIL AND E-MAIL VOTE**

The election of State Officers shall be conducted by online voting, email, and mail if necessary, which shall be mailed and e-mailed to all those eligible to vote no less the thirty (30) days prior to counting the ballots.

**6.6** **RIGHT TO VOTE IN STATE ELECTIONS**

All members shall be entitled to cast one vote for each of the following officers: President-elect, Secretary, Treasurer and Treasurer - Elect.

**6.7** **VACANCIES**

Any Vacancy that may occur on the State Board of Directors, or in any office other than office of President, by reason of death, resignation, or otherwise, may be filled by majority vote of the remaining members of the State Board of Directors, for the unexpired term in accordance with procedure adopted by the State of Board of Directors. In the event of a vacancy in the office of the President, the President-elect shall assume the office for the remainder of the unexpired term and shall continue as President for one year thereafter.

**ARTICLE VII – MEETINGS**

**7.1** **MEMBERSHIP MEETINGS**

There shall be a minimum of two (2) membership meetings per year to transact the business of the Association and provide continuing education. One meeting shall be held following the National Annual Meeting and prior to October 15th each year. Special meetings may be called by the Executive Committee or the State Board of Directors. Written or printed notice of the Membership Meeting, stating the place, date, and hour of the meeting, the program content and the registration fee as fixed by the State Board of Directors, shall be sent by the President-Elect to each member of the Association thirty (30) days prior to the date of said meeting.

**7.2** **STATE BOARD OF DIRECTORS**

The State Board of Directors shall hold a meeting after the National Annual Meeting and prior to October 15th each year. Other Meetings may be held at such time and place as shall be determined by the President. A minimum of four (4) meetings must be held each year.

**ARTICLE VIII – QUORUM**

**8.1 THE QUORUM OF THE ASSOCIATION**

The quorum of the Association shall be the majority of members who have registered as attending the meeting, irrespective of whether some may have departed.

**ARTICLE IX – COMMITTEES**

**9.1** **STANDING**

The President, subject to approval of the State Board of Directors, shall from time to time designate such standing committees as may be desirable to effectuate the objectives of the Association.

**9.2** **STANDING COMMITTEE ORGANIZATION**

Membership of each of the standing committees shall be determined by the President-elect for their term of office as President, or by the President for the standing committee designated during their term of office. The appointee shall instruct each committee and as to the function of that committee and within these guidelines, each committee shall make its own rules and operating procedure.

**9.3** **AD-HOC**

The President shall from time to time designate such as-hoc committees as may be desirable to effectuate the objectives of the Association.

**9.4** **AD-HOC COMMITTEE ORGANIZATION**

Membership of each of the ad-hoc committees shall be determined by the President. The President shall instruct the ad-hoc committee as to the function of that committee and within these guidelines the committee shall make its own rules and operating procedures.

**ARTICLE X – AFFILIATED DISTRICT ASSOCIATIONS**

**10.1** **MEMBERSHIP REQUIREMENTS**

Members of the Association shall be a member of the National Association before they shall be a member of the District Association.

**10.2** **AFFILIATION REQUIREMENT**

GA-ANFP is affiliated with ANFP National

**ARTICLES XI – PROCEDURE**

Robert’s Rules of Order “Newly” revised shall constitute the parliamentary authority for the conduct of meetings of the members and of the State Board of Directors of this Association, when not in conflict with these bylaws.

**ARTICLES XII – FISCAL YEAR**

The fiscal year of the Association shall begin on the first (1st) day of June each year and end on the thirty-first (31st) day of May of the succeeding year.

**ARTICLES XIII – MAIL AND E-MAIL VOTE**

Voting on any matter, including elections, may be conducted electronically by email and by mail(default).

**ARTICLES XIV – DISSOLUTIONS**

**14.1** **ASSOCIATION**

By majority action of the Executive Committee this Association may be dissolved. In the event of such dissolution, the Executive Committee, after paying or making provisions for the payment of all liabilities of the Association, shall dispose of its assets exclusively to any organization or organizations, which shall at the time qualify as an exempt organization or organizations under Section 501 (c) (6) of the Internal Revenue Code of 1954 (or the corresponding provision of any United States Internal Revenue Law as determined by the Executive Committee). Return all items to the chapter including, tablets, computers, and all property purchase with GA-ANFP funds.

**14.2 PROHIBITED ACTIVITIES**

No part of the net earnings of the Association shall insure to the benefit of or be distributable to its members, officers, directors, or other private person, except that the Association shall be authorized and empowered to make payments in furtherance of the purposes set forth in Article II thereof. The Association shall at no time take part in any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of the bylaws, the Association shall engage in no activities which would preclude it from qualifying under section 501 (C) (6). 7

**ARTICLE XV – AMENDMENTS**

Any proposed amendment to these bylaws shall be presented to the membership for a mail vote by majority action of the State Board of Directors. These bylaws may only be amended by the affirmative vote of the majority of the members voting.

**ARTICLE XVI – EFFECTIVE DATE**

These Bylaws, approved by the general membership shall supersede any and all pre-existing Bylaws or Constitution and become effective in all parts as of September 9, 1992.

Revised Date: 01/29/03

Revised Date: 05/29/08

Revised Date: 9/24/10

Revised Date: 10/05/20

Revised Date: 01/21/24

The Georgia Association of Nutrition & Foodservice Professionals started the affiliation with the National ANFP, on May 10, 1966.

**REVIEW DATE: April 18, 2003**

**REVIEW DATE: January 18, 2008**

**REVIEW DATE: September 24, 2010**

**REVIEW DATE: January 11, 2016**

**REVIEW DATE: January 7, 2018**

**REVIEW DATE: January 2021**

**The Georgia Association of Nutrition & Foodservice**

 **Professionals was affiliated with the National ANFP on:**

**May 10, 1966**