

**Northern Illinois
Academy of Nutrition and Dietetics
(NIAND)**

Bylaws



**Amended October 8, 2002
Amended September 2007
Amended October 15, 2014**

Northern Illinois Academy of Nutrition and Dietetics (NIAND) Bylaws

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Article I - Name

This Association shall be known as the Northern Illinois Academy of Nutrition and Dietetics Inc., (NIAND).

The Northern Illinois Academy of Nutrition and Dietetics is an advocate of the dietetic profession serving the public through the promotion of optimal nutrition, health, and well-being. NIAND provides networking and professional development through educational programs and activities.

NIAND shall be affiliated with the Illinois Academy of Nutrition and Dietetics (IAND).

Article II - Membership

Section 1. Membership Categories

Membership in NIAND will include members of The Academy of Nutrition and Dietetics (The Academy) and other nutrition professionals. The NIAND shall have the following six (6) classes of members (refer to Appendix A);

Active Retired Student Honorary International Partner

Section 2. Official Member List

The current list of members will include all of the membership categories above and will be the official membership list of NIAND for all purposes.

Section 3. Rights and Privileges

All members of NIAND have the rights and privileges as set forth in The Academy Bylaws and will have corresponding rights and privileges in the conduct of business of NIAND.

All Active, Retired, International, and Student members whose dues are current, shall be entitled to cast one vote for the election of each Board Member. These members can also cast one vote for proposed changes in the organization including dues and bylaws. Honorary and Partner members do not share in voting privileges. Active, Retired, and International members whose dues are current are allowed to run for the Board of Directors.

Section 4. Communications

All current members will receive NIAND communications. Only those members eligible to vote will receive ballots.

Article III - Fiscal Year

The fiscal and operational year of the NIAND shall be determined by the Board of Directors.

Article IV - Meetings of Members

Section 1. Regular Meetings of the Members

Regular meetings of the members shall be held at such time as shall be designated by the Board of Directors.

Notice of all meetings of the members stating place, date, hour and purpose shall be given at least fifteen (15) days in advance of the meeting to each member.

One regular meeting may be designated as the annual meeting for the purpose of receiving annual reports, the installation of officers, and the transaction of other business as may come before the meeting.

Section 2. Special Meetings

Special meetings of the members may be called by a majority vote of the Board. Notice of the meeting stating the place, date, hour and purpose shall be given to each member prior to the date of the meeting.

Written notice stating the place, date, and hour of the meeting, and in the case of a special meeting, the purpose(s) for which the meeting is called, shall be given to each member not less than fifteen (15) days before the date of the meeting.

Section 3. Quorum

At all meetings of the membership, a majority of the Board Members and at least 10% of the voting members present shall constitute a quorum for the transaction of business.

Section 4. Elections for Offices

Elections for offices shall be conducted by mail ballot and/or by ballot delivered by electronic transmission to each member entitled to vote. A majority of votes cast shall determine an election.

Article V - Board of Directors

Section 1. General Powers

Unless otherwise provided in these bylaws, the affairs of the NIAND shall be managed by, or under the direction of, its Board of Directors.

Section 2. Functions of Board

The President shall serve as chairperson of the Board of Directors. The Board of Directors shall determine administrative policies and business of the NIAND and shall correlate the program of work with IAND. The Board shall review the budget developed by the Treasurer. The Board shall meet at least twice a year.

Section 3. Composition and Qualifications

- **Composition.** The Board of Directors shall be filled by individuals holding duly elected offices of the NIAND: the President, the President-Elect, the Incoming President-Elect, the Secretary, the Treasurer and the Nominating Committee, during the operational year of the

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NIAND. The Nominating Committee Chair shall be an ex-officio member. Any member of the IAND Board of Directors residing in the District and The Academy Delegate representing this District shall be ex-officio members. Ex-officio members are without a vote.

- Qualifications. The individuals holding the elected offices of the NIAND shall be members of The Academy who have designated IAND as their state affiliate.

Section 4. Regular and Special Meetings

Regular meetings of the Board of Directors shall be held at a time and place as determined by the President. Special meetings of the Board of Directors may be called by the President or President-Elect.

Notice of any regular or special meeting of the Board of Directors will be given at least five (5) days notice by electronic notice to each Director. No Special Meeting of Directors may be called to remove a Director or Officer unless written notice of the proposed removal is delivered at least twenty (20) days prior to such meeting. The business to be transacted, and the purpose of, any Special Meeting of the Board of Directors shall be specified in the notice or waiver of notice of such meeting.

Section 5. Quorum

A simple majority of the current voting members of the Board of Directors will constitute a quorum for transaction of business at any meeting of the Board of Directors.

Section 6. Removal

When an elected officer or an appointed chairperson fails to attend at least half of all meetings or fails to perform duties of the position as outlined in the Bylaws, removal from office may be initiated by the President. The President shall determine the reason for such absence or failure to perform, and in the likelihood of continued neglect, shall request a resignation of the member. If the officer or chairperson fails to resign, the officer or chairperson shall be removed from office by a majority vote of the Board of Directors.

Section 7. Vacancies

Should the office of President become vacant for any reason, the President-Elect automatically assumes the office of President. The President-Elect shall serve the remainder of the term and the following full term as President.

In the absence of the President-Elect, the Incoming President-Elect automatically assumes the office of President-Elect. The Incoming President-Elect shall serve the remainder of the term and the following full term as President-Elect. In case of the absence of the Incoming President-Elect, a special election shall be held. It shall be carried on by the Nominating Committee then in office according to the method of conducting an election as provided in Article VIII.

Should any office other than that of President or President-Elect become vacant, the remaining members of the Board of Directors shall appoint a successor to fill the un-expired term. Committee Chair vacancies shall be filled by appointment by the President.

Article VI - Officers

Section 1. Executive Committee

The Executive Committee of the NIAND shall be Active, Retired or International members of The Academy.

The Executive Committee shall consist of a President, a President-Elect, Incoming President-Elect, a Secretary, a Treasurer, and a Nominating Committee Chair.

The dates of the terms of office shall correspond with the operational year.

The office of the President, President-Elect, Incoming President-Elect, Secretary, Treasurer, and Nominating Committee Chair shall be elected to the NIAND by membership of the NIAND and take office at the beginning of the operational year following their election.

A. President

The President shall serve for one year.

The President shall:

- Be the chief executive officer of NIAND.
- Serve as Chair of the Board of Directors.
- Preside at all membership and board of directors meetings.
- Appoint the chairperson and approve the members of all special committees.
- Appoint a qualified member to fill the un-expired term of any vacancy.
- Appoint a qualified member to replace persons unable to fulfill the responsibilities of the appointment.
- Coordinate the activities of all the committees.
- See that all orders and resolutions of the Board of Directors are implemented.
- Be an ex-officio member of all other committees.
- Sign checks in the absence of the Treasurer.
- Have the general powers of supervision and active management usually vested in the office.
- Send required reports to IAND.
- Be a member of IAND Council of District Presidents as outlined in the bylaws of IAND.
- Serve as reporter to the IAND Bulletin.

B. President-Elect

The President-Elect shall serve for one year. At the close of the operational year, he/she shall automatically become President.

The President-Elect shall:

- Appoint a programming committee and serve as chair.
- Plan the regular meetings of the membership for the year. At least one program meeting shall be set aside for presentations by The Academy Delegate.
- Send the Secretary the time, place, and program of each meeting, obtain approval for Continuing Education hours for all appropriate programs, and submit records of members

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receiving Continuing Professional Education hours for each meeting to the Commission on Dietetic Registration and to the NIAND Secretary.

- Become acquainted with all the duties of the President.
- Perform the functions of the office of President in the absence of the President.
- Send required documentation to IAND.

C. Incoming President-Elect

The Incoming President-Elect shall serve for one year. At the close of the operational year, he/she shall automatically become President-Elect.

The Incoming President-Elect shall:

- Attend Board of Directors meetings, become acquainted with duties of President-Elect and the activities of NIAND.
- Help plan social and volunteer/community events.
- Plan one meeting by spring and submit for CPEU approval under supervision of President-Elect.
- Help assist in recruiting new members. Help assist in recruiting new board members for the upcoming election.
- Assist President-Elect in other duties, as needed.

D. Secretary

The Secretary shall serve for two years, and shall be elected in odd numbered years.

The Secretary shall:

- Send notices for all meetings of the membership and the Board of Directors as directed by the President and Board of Directors.
- Be responsible for having the minutes of all proceedings of each meeting recorded in books to be kept for this purpose.
- Receive and file reports of the Board Members and Committees.
- Keep record of the official files of the names, residence, and professional affiliations of each of the members of NIAND up to date. Send out updated membership list as directed by the President.
- See that official ballots and instructions are prepared and provided to each member not less than fifteen (15) days prior to the election.
- Receive from the Nominating Committee Chair, the report of duly elected Board Members and numerical results of the election, and file the numerical count for reference in case of vacancy of an office.
- Notify members of proposed amendments to the bylaws (refer to Article XI).
- Maintain records of Continuing Professional Education (CPE) credit earned by members at district meetings.

E. Treasurer

The Treasurer shall serve for two years, and shall be elected in even numbered years.

The Treasurer shall:

- Receive and have custody of all funds and securities of NIAND.

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- Be responsible for keeping full and accurate accounts of all receipts and disbursements books belonging to NIAND.
- Present an annual budget to the Board of Directors and to the membership. The budget shall be approved by a majority vote of the members at the first meeting of the year.
- Make financial reports to members and to the Board of Directors.
- Maintain not for profit status by filing annual report and fee to the State of Illinois.
- Collect and receive all dues and other monies paid to or belonging to NIAND, and deposit those monies in the name of and to the credit of NIAND, in such depositories as shall be designated by the Board of Directors. Such funds are to be drawn by check signed in the name of the NIAND by the Treasurer (or the President in the absence of the Treasurer). Only one checkbook shall be used.
- Shall compile the official files of the names, residence, and professional affiliations of each of the members of NIAND and keep it up to date. Send out updated membership list to the Secretary through the year.

F. Nominating Committee Chair

The Nominating Committee Chair shall serve for one year.

The Nominating Committee Chair shall:

- Be responsible for the selection of candidates for offices of the NIAND, and seek Executive Committee approval for the slate of officer candidates.
- Prepare the ballot and send it to the Secretary.
- Notify promptly each of the nominees of the results of the election.
- Recruit new members to join NIAND.
- Find at least one NIAND member to nominate for IAND awards.

The Nominating Committee Chair may not seek election to a Board of Directors position while serving on the Nominating Committee.

The Nominating Committee Chair and one (1) other NIAND member shall count the ballots.

Article VII - Committees and Other Bodies

Section 1. Committees

The Executive Committee may designate one or more committees, each of which shall consist of one or two chairs and such other persons as the Executive Committee designates. Committees shall function in accordance with the policies and procedures of the NIAND and these bylaws.

All Committee chairpersons shall serve a term of one year. The chairperson may not serve as chairperson of the same Committee for more than three consecutive years. Committee chairpersons shall take office at the same time as the Board Members of the NIAND (refer to Article V, Section 1).

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The duties and responsibilities of all Committees may be as herein provided or as determined by the President. All Committee activities shall be approved by the President.

Section 2. Nominating Committee

The Nominating Committee shall identify Active, International or Retired members who are members of The Academy and who are willing to be candidates for office for the Board of Directors.

This committee shall designate annually:

- at least two candidates for the office of Incoming President-Elect.
- at least two candidates for the office of Secretary or Treasurer.
- at least four candidates for office on the Nominating Committee.

A current member of the Nominating Committee shall not hold nor be a candidate for an elected office of the NIAND.

A ballot shall be submitted to the general membership at the February meeting. Nominations may be accepted from the floor. The Chair of the Nominating Committee shall accept ballots and with one (1) other member count ballots. The Chair of the Nominating Committee shall prepare the ballot and the Secretary shall distribute the election ballot to all the members.

Article VIII - Elections and Nominating

The Nominating Committee will formulate an annual ballot consisting of at least two (2) final candidates for each position to the following offices and four (4) for the Nominating Committee:

Incoming President-Elect (every year)
Secretary (in odd years)
Treasurer (in even years)
Nominating Committee (every year)

A. If the Nominating Committee after reasonable effort is unable to nominate two willing candidates who otherwise meet the qualifications for office, as may be further defined by The Academy materials, a single candidate slate may be submitted to the membership. Same rules apply for the Nominating Committee if not more than three willing candidates are selected.

B. Nomination by petition or write-in candidate. 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. Petition forms and procedures shall be available on request to the Secretary. The Board of Directors shall establish such other responsibilities and rules of procedure of the Committee, as it deems necessary and appropriate to support the primary and other functions of the Committee.

C. It is the philosophy of the NIAND to maximize the number of individuals participating in elected leadership positions, and to encourage all elected leaders to devote the maximum time

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and attention to their positions. For this reason, the NIAND Board Members may not, except in extraordinary circumstances, simultaneously hold an elected or appointed executive position in an elected Academy office, or an elected office in a related Academy organizational unit (e.g., district dietetic association or DPG).

Section 1. Frequency

Elections for the Board of Directors shall be conducted annually and coincide with The Academy voting timelines.

An Incoming President-Elect and members of the Nominating Committee shall be elected annually. A Secretary and a Treasurer shall be elected biennially in alternate years.

Section 2. Ballots

Printed ballots shall be mailed and or emailed to all members entitled to cast a ballot. The ballots shall be counted by the Nominating Committee Chair and one (1) other NIAND member. No person named on the ballot shall count the votes on the ballot. Results of the election shall be submitted in writing to the President and the Secretary, and announced to the membership at the time designated by the President.

Section 3. Election

The person receiving the highest number of votes for each of the offices of Incoming President-Elect, Secretary and Treasurer shall be elected to those offices.

The three persons receiving the highest number of votes for Nominating Committee shall be elected. The person receiving the highest number of votes shall be Chair of the Nominating Committee.

Section 4. Tie Vote

Should there be a tie vote in the election, each of the members of the Board of Directors, with the exception of the President, will vote to break the tie. Should the balloting of the Board of Directors result in a tie vote; the President shall cast a ballot to determine the election.

Section 5. Re-election

The President shall be ineligible to succeed himself. The President-Elect and Incoming President-Elect who assumes the vacant office is able to succeed himself.

The Secretary, Treasurer and Nominating Committee members shall be ineligible to succeed themselves after two consecutive terms in office.

Article IX - Dues

Dues are payable by the first regular meeting of members in the fiscal year.

The amount of dues shall be proposed by the Board of Directors. Changes in the amount of dues from the previous year must be approved by the membership. A majority of votes cast by written ballot shall be necessary for passage.

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Retired and Student members shall pay one-half of the dues paid by Active and International members. Honorary members shall be exempt from dues. Partner members will pay approximately 1.5 times the amount paid by Active and International Members.

Request for refund of dues shall not be considered.

Article X - Dissolution

On the dissolution of NIAND, the Board of Directors, after paying or making provision for the payments of all liabilities of the Association shall dispose of all of its assets exclusively to such organization or organizations organized exclusively for charitable, educational, or scientific purposes as shall at the time qualify as an exempt organization under Section 501 (c) (3) or (6) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Revenue Law) as the Board of Directors shall determine.

Article XI - Amendments

Proposed amendments shall be approved by the Board of Directors and submitted to the IAND as provided in the IAND Bylaws. After approval from IAND, proposed amendments shall be submitted in writing to the NIAND membership.

Written notice containing the proposed amendment shall be provided to the voting members not less than thirty nor more than forty days before the date on which the ballots are to be counted.

The amendment must be approved by the affirmative vote of two-thirds of the members who vote.

Article XII - Procedure

Robert's Rules of Order, Newly Revised shall constitute the parliamentary authority for the conduct of meetings of NIAND in all cases not covered by these Bylaws, or by IAND or The Academy of Nutrition and Dietetics Bylaws.

Article XIII - Prohibited Activities

No part of the net earnings of NIAND shall inure to the benefit of or be distributable to its members, Board Members or other private persons, except that NIAND shall be authorized and empowered to make payments and distributions in furtherance of the purposes set forth in Article I.

NIAND shall not engage in any activities that are not permitted by an organization exempt from Federal Income Tax under Section 501(c) (6) of the Internal Revenue Code of 1986 (or corresponding provision of any future United States Internal Revenue Law).

Appendix A

Information adapted from The Academy Membership Application Form from 2014-2015

Section 1. Classes of members. The Association shall have the following six (6) classes of members:

Active Retired Student Honorary International Partner

Section 2. Active Members. Qualifications.

Any person who is a member of The Academy and meets one or more of the following criteria may apply for Active membership:

1. A Registered Dietitian Nutritionist (RD/RDN) credentialed by the Commission on Dietetic Registration (CDR) or a Dietetic Technician, Registered (DTR) credentialed by the CDR or has established eligibility to take the Registration Examination for Dietitian or Dietetic Technicians.
2. Has completed a baccalaureate degree and dietetics program or an associate degree program for dietetic technicians that the Accreditation Council for Education in Nutrition and Dietetics (ACEND) has accredited and approved.
3. Has earned a master's or a doctoral degree and holds any one degree (baccalaureate, masters or doctoral) in one of the following areas may apply for Active membership: dietetics, food and nutrition, nutrition, community/public health nutrition, food science and/or food service systems management. A regionally accredited college or university must have conferred each degree.

Section 3. Retired Members. Qualifications.

Any member of The Academy that is no longer employed or actively engaged in dietetic practice or education and is at least sixty-two (62) years of age, or is retired on total (permanent) disability may apply for Retired membership. Retired members also have to be a member of The Academy if wanting to vote and/or serve on the Board.

Section 4. Student Members. Qualifications.

Student classification can be held for a maximum of six (6) years. An individual meeting one of the following criteria may apply for Student membership:

1. A student enrolled in an ACEND accredited/approved program.
2. A student in a regionally accredited college or university who state his/her intent to enter an ACEND program.
3. Active members returning to school on a full-time basis for a baccalaureate or graduate degree in a dietetic related course of study may apply for Student membership status.

Section 5. Honorary Members. Qualifications.

An individual who has made a notable contribution to the field of nutrition and dietetics may be admitted to the NIAND as an Honorary Member upon invitation of the Board of Directors.

Section 6. International Members. Qualifications.

An individual who has completed formal training in food, nutrition or dietetics received outside the United States and US Territories verified by the country's professional dietetics association and/or country's regulatory body. International members must be members of The Academy.

Section 7. Partner Members. Qualifications

Any person that has a minimum of a baccalaureate degree and has additional training, certification and/or licensure in a nutrition-related or medical profession and is working in their respective field. Membership in the Academy of Nutrition and Dietetics is not required.