

Ashland Area Farmers' Market (Revised April 2012)

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| BY-LAWS |
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ARTICLE I

Name

The name of the organization shall be the Ashland Area Farmers' Market (**here after known as AAFM**).

ARTICLE II

Purpose

The AAFM shall act to:

- I. provide a means of selling products grown, produced, and crafted in Ashland, Bayfield, or Iron counties.
- II. promote and provide an effective avenue of communication and resources supportive of area growers through interaction with consumers and local businesses.

ARTICLE III

SECTION I: Membership

- I. Membership in the AAFM shall be composed of all season pass holders from the previous and current years.
- II. Member-vender eligibility requirements are outlined below and member-vendors are required to pay vending fees.
- III. Membership may be terminated for cause by a two-thirds vote of the Board of Directors, on due notice in writing and hearing of the charges against the member.

SECTION II: Vendor Fees

- I. A fee shall be charged for each vending space at the Market.
- II. Vender fees will be determined each calendar year by the AAFM board of directors.
- III. All fees must be paid before vending privileges are granted.
- IV. Fees will not be refunded; nor will fees be pro-rated due to absences during the market season.
- V. Fees and contributions are used for market promotions and maintenance at the discretion of the board of directors.

ARTICLE IV

Ashland Area Farmers' Market- Board of Directors

- I. A Board of Directors, hereinafter called the Board, shall govern the Ashland Area Farmers' Market (AAFM) market activities.
- II. The Board shall consist of at least seven but no more than nine members;
 - a) In a good faith effort, agriculture producers shall constitute a majority of the Board membership.
 - b) An Ashland Chamber of Commerce representative shall serve in an advisory role at all AAFM board meeting
 - c) Terms: The Board shall review its membership annually at the general meeting. Board positions shall be elected to 2 year staggered terms.
 - d) All season pass vendors from the previous year are eligible to vote for Board positions.
 - e) Vacancies: Vacancies shall be filled and voted on by the Board. Any person may, at any time, apply to serve on the Board. Solicitation for Board members will occur when Board membership falls below the minimum.
- III. A quorum for the transaction of business shall consist of four (4) or more Board members. In the event that a quorum is not available at the time of a regularly scheduled meeting, the President and one other Board member may approve necessary decisions.
- IV. The Market Manager should attend all Board meetings from April-October, but does not have voting powers.
- V. Board voted may be conducted via email. Board members shall be given at minimum of 10 calendar days to reply
- VI. Members of the public, who wish to address the Board, should request a place on the agenda no later than 3 days before the established time of the meeting. Requests should be directed to the President.
- VII. Rules contained in Robert's Rules of Order, latest revised edition, will govern the procedure of these meetings.

Section I: Officers

- I. The officers of the Board shall be a President, Vice-President, Treasurer and Secretary, and shall be elected by the Board of Directors.
- II. The President shall:
 - a) Preside over Board meetings.
 - b) Prepare all meeting agendas.
 - c) Sign contracts and other formal documents on behalf of the Farmers' Market
 - d) Maintain and file a current vendor list.
 - e) Appoint Committee Chairs.
 - f) Act as contact and communicate with Ashland Area Chamber of Commerce, Chapple Av businesses, and parking lot owners.
 - g) Advise Market Manager through their duties.
 - h) Perform all other duties that may be assigned by the Board.
- III. The Vice-President, in the absence of the Chair shall:
 - a) Exercise all the Chair's duties
 - b) Perform all other duties directed by the Board.
- IV. The Secretary or designate shall:
 - a) Record and file all Board meeting minutes and post them to google docs
 - b) Maintain a file of legal documents and information relevant to the Market operations.
 - c) Maintain all files and bring to each relevant meeting.
 - d) Perform all other duties that may be assigned by the officers and Board.
- V. The Treasurer or designate shall:
 - a) Record, maintain and file all Market fiscal accounting.
 - b) Prepare year-end financial reports for the Board and the Ashland Chamber of Commerce.

- c) Facilitate and prepare an annual budget subject to approval by the Board.
- d) Oversee Market Manager's financial reporting, collection of fees, and general sales.
- e) Oversee all fiscal collections including fundraising, sales, etc
- f) Perform all other duties that may be assigned by the officers and Board.

Section II: Powers of the Board

The Board shall be given the authority to carry out all of the following:

- I. Determine general, fiscal, programmatic and other policies of the Ashland Area Farmers' Market
- II. Adopt By-Laws and amendments
- III. Know local city and state regulations concerning the Market.
- IV. Oversee the Market's financial management and prepare an annual budget.
- V. Establish Membership dues.
- VI. Elect officers (when applicable)
- VII. Establish and facilitate general membership meetings.
- VIII. Appoint and govern a market manager.
- IX. Know the Market rules and regulations. The Board shall resolve questions that arise regarding the observance of Market policies and rules.
- X. Cancellation of vending privileges will be by a $\frac{2}{3}$ **majority** of the Board.

Section III: Board Procedures

- I. The regular meetings of the Board will be held **monthly** and by the call of the President.
- II. Special meetings can be called by two-thirds of the Board.
- III. All meetings of the Ashland Area Farmers' Market shall be open to the public.
- IV. Election of officers shall take place, as needed to fill vacancies, at the first Board meeting of the calendar year. The Chairperson shall preside at this meeting with the election of officers to be the **first** order of business for the meeting. The election will be a simple ballot with majority vote.

Article V

Section I: Committees

The Chair may establish committees and/or sub-committees as deemed appropriate to facilitate the Board's work. These committees may include program, grant, finance, personnel, public relations, and planning. All committees are advisory and shall make recommendations to the Board.

Article VI

Section I: General

- I. A Market Manager shall be appointed by the Board and will report to the Board. The Market Manager shall be considered an officer of the Farmers' Market under the direction and review of the Board and subject to the policies established by the Board. The Manager shall act as a technical advisor to the Board. The Manager shall attend all Board meetings from April to October and shall have no vote.
- II. These By-Laws may be amended at any regular meeting of the Board by majority vote of all members of the Board, provided written notice of the proposed amendment change has been

mailed or given to all members at least ten days prior to the meeting at which such action is proposed to be taken.

Adopted by the Ashland Area Farmers' Market Board of Directors on this date:

Chairperson: _____

Vice-Chair: _____