

## **By-Laws of the Putnam Farmers' Market Association**

### **A. Name of the market and umbrella organization**

1. Name of the market is Putnam Farmers' Market.
2. Umbrella organization for the market is the Putnam Farmers' Market Association (PFMA).

### **B. Purpose of the Farmers' Market**

1. To provide area farmers with alternative opportunities through a retail marketplace and also encourage regional farming.
2. To provide consumers with fresh, locally grown or produced products in a convenient location.

### **C. Purpose of the Putnam Farmers' Market Association**

1. Insure orderly operation of the market while striking a fair balance between all participants.
2. Provide a legal basis to operate as a voluntary association.

### **D. Membership**

**Membership is obtained as a single membership, one person (\$25) or family membership, two persons (\$35).**

1. Vendor membership is open to an individual actively engaged in the production of accepted products, whether on a full or part time basis. The Board of Directors may review membership applications and have final authority to approve or reject applicants, as needed. Applicants have the right of appeal if application is rejected.
2. Vendor membership entitles the individual to be eligible for a position on the board of directors and one vote.
3. A member who willfully violates these By-Laws or the market rules can be ejected following discussion and vote by board of directors.
4. Vendor members must fill out an application, agree to abide by market rules, and pay the association fee.
5. Associate Membership is open to non-vendors who pay member association fee.
  - Associate members must fill out an application, pay the member association fee, and be approved by the Board of Directors.
  - Associate membership entitles the individual to be eligible for a position on the Board of Directors and one vote. An association member who willfully violates these By-Laws can be ejected following discussion and vote by the Board of Directors.

### **E. Board of Directors**

1. The board of directors will consist of eleven (11) individuals. All board members must be members of the PFMA. Putnam County Extension Service will serve as one (1) member of board. The Department of Agriculture will serve as one (1) member of the board. Four (4) members of the Board of Directors must be

- vendor members, five (5) individuals on the Board of Directors can be community representatives.
2. The BOD will be voted on at the annual membership meeting to be held in November and each board member will serve a three (3) year term. The Board of Directors will elect officers of the BOD.
  3. Officers of the Board of Directors
    - Officers of the Board of Directors will be determined annually by the membership.
    - President schedules and chairs the meetings, serves as contact for outside groups, appoints committees as or when required and conducts votes.
    - Vice-President serves in the President's absence.
    - Secretary maintains correspondence, up-to-date By-Laws, market rules, list of members, applications, ensures tax reports are filed, and makes an annual financial report of the farmers' market organization, file with the Secretary of State by June 30.
    - Treasures collects fees, pays bills, keeps financial records and membership applications, ensures tax reports are filed, and makes an annual financial report of the farmers' market organization. Two signatures are required on all PFM checks, file with the Secretary of State by June 30.
    - Secretary and treasurer positions may be combined.
  4. Duties of the Board of Directors include but are not limited to decisions regarding the overall management and operation of a successful market. Board of Directors will approve payment of any bill over \$100.00. Assign and dismiss Market Manager.
    - Will establish regular quarterly board meetings throughout the market year.
    - Will recommend any market rule changes and bring them to the membership to be voted on.
    - Has the authority to handle any business situation when the decision that is required in a limited time frame.
    - Board of Director members must attend 75% of the quarterly board meetings.
  5. Removal of a member of the Board of Directors. The Board of Directors have the right to remove any of the Board of Directors from his/her position based on any of the following reasons or any other legal evidence presented to the Board of Directors.
    - Misappropriation of market funds
    - Illegal use of the association name
    - Ethical violations
    - Conviction of a felony crime
    - Not performing his/her duties as described in the By-Laws of the association.

6. Replacement of a member of the Board of Director. If an officer or member of the Board of Directors shall leave office for any reason, the Board of Directors shall appoint a successor to fulfill the remaining term of that Board of Director member. In the event the President resigns, the vice-president would fill that position for the remainder of the term. If the vice-president, secretary or treasurer resigns, that position would be filled by a person that is already on the board. The vacated Board position would then also need to be filled by the board. They would serve the remaining board term of the resigning board member.

**F. Voting Issues**

1. Each membership in good standing has one vote for the Board of Directors.
2. Nominations and voting for the Board of Directors shall take place at the annual membership meeting. The nomination committee, appointed by the President, will submit a slate of board members for any vacancies that exist. The membership will vote on vacant Board member positions. Thirty (30) days advance public notice of the annual membership meeting shall be made to all Putnam Farmers' Market Association members.
3. Five (5) board members constitute a quorum.
4. In all voting concerns Robert's Rules of Order will be followed.

**G. Termination**

1. The Putnam Farmers' Market will be intact as long as three (3) producer members remain active and in good standing.
2. Failing that, or if facility or municipal arrangements close the market, the treasury is to be maintained for the period of time required to meet all outstanding bills, taxes, and obligations.
3. The remaining funds shall be donated to the Putnam County Master Gardeners organization or other community charitable organization decided on by a majority vote of the membership. All tax and reporting requirements must be satisfied prior to this.

The PFMA will review these By-Laws at least once every five years.