

BRATTLEBORO AREA FARMERS MARKET BYLAWS

Updated 1/08/12

ARTICLE I: NAME

The name of this non-profit corporation shall be the BRATTLEBORO AREA FARMERS MARKET.

ARTICLE II: MISSION STATEMENT

The mission of the BRATTLEBORO AREA FARMERS MARKET is to provide locally produced agricultural products, prepared foods and crafts to the consumer for the benefit of both the consumer and the producer, to educate the public on aspects of local farming and craft production, and to increase the base of the local charitable community.

ARTICLE III: GOALS

This organization is charitable and educational, and uses sales of produce, space rental, and member dues to aid in financially supporting the following goals:

- To further the local production of agricultural products, prepared foods, and crafts.
- To provide local products to the consumer.
- To stimulate growth and greater variety of farm and home industry activities and products.
- To educate the public in the philosophy and operation of local farm, food and craft businesses. Educational activities to include demonstrations at market, and farm tours.
- To support local charitable organizations by donating surplus food and providing space to them at market.

ARTICLE IV: MEMBERSHIP

Membership is extended to any person who is interested in furthering the goals of the organization and who resides and produces in Windham County, VT or Cheshire County, NH, (a grandfather clause will be in effect back to and including 1989). Membership categories are as follows:

INDIVIDUAL MEMBERSHIP

Open to anyone who is interested in furthering the goals of the organization, who pays the annual membership fee, and reserves a site and vends at the BRATTLEBORO AREA FARMERS MARKET. Each individual member has one vote and is eligible for election to the Board of Directors.

GROUP MEMBERSHIP

Open to any individuals from the same household or business that are interested in furthering the goals of the organization, pays the annual membership fee, reserves a site and vends at the BRATTLEBORO AREA FARMERS MARKET. Each group membership has two votes and may have two individuals elected to the Board of Directors.

SPECIAL MEMBERSHIP

Special memberships will be set by the Board of Directors, who will also define rights, privileges and fees for any defined special category.

ARTICLE V: QUORUM

A quorum for the transaction to corporate business shall exist when five directors are present. To change policy, a majority of the directors must approve. Quorum for membership meetings for market business shall be one third (1/3) of the current voting members.

ARTICLE VI: BOARD OF DIRECTORS

The Board of Directors shall be responsible for the business of the organization and for any other business that may be necessary relating to the organization. The directors shall in all cases act as a Board and may adopt any such rules and regulations for the conduct of the meetings, the management of the organization, the administration of the market and the management of the corporation as they deem proper and consistent with the laws of the State of Vermont.

There shall be nine persons elected as the Board of Directors for the voting membership. At least one person must be elected from each product group (agricultural products, prepared food and crafts).

The officers shall consist of a President, a Vice-President, a Secretary, and a Treasurer. Each officer will perform such duties as the board directs.

The Co-Presidents shall serve two year terms, the first year as Vice President and the second year as President. The Secretary and Treasurer will serve two year terms, each position being elected on alternate years. Of the five remaining Board of Director positions, all positions will be one year terms.

Any vacancy that occurs on the Board will be filled by a vote of the current Directors for the remaining term of the position.

Any person nominated for the Board of Directors must hold a current voting membership and must maintain a current voting membership through the term of office.

A director may be removed from office only by a two-thirds (2/3) vote of a meeting of the full Board at a meeting called specifically for that purpose.

The BAFM Board has the discretion to accept out-of-county daily craft vendors for a 1 year membership if the board deems it would improve the market.

The Board of Directors will specifically, (but not exclusively):

1. Set the rules for the market from year to year including vendors' fees and commissions.
2. Arrange for the location and establish the duration of the market.
3. Hire/fire any employees that may be necessary to manage the business of the organization and/or the market and/or any other activities relating to the goals of the organization.
4. Define committees that will handle necessary business of the organization.
5. Define mailing and office addresses that may be necessary.
6. Define membership fees for individual and group memberships, reserved site fees, and establish and define any special membership categories that may be necessary.
7. Any other business that may be necessary to manage the organization, the market and any activities relating to the goals of the market.

ARTICLE VII: COMMITTEES

Committees will be defined by the Board of Directors. Each committee will have at least one member of the Board of Directors.

ARTICLE VIII: THE BYLAWS

The bylaws are to guide the organization in purpose and procedure. The bylaws can be changed, modified, added to, or deleted from by a two thirds (2/3) of one third (1/3) of the voting members at a meeting for that purpose, or at the regularly scheduled annual meeting, with 30 days notice given to the current voting membership.

ARTICLE IX: MEETINGS

There will be an annual membership meeting of the Brattleboro Area Farmers Market each year after the close of the market season, no later than Jan. 15 of the following year to review the business of the preceding market season, to elect officers and members of the Board of Directors for the following year, and to take care of any business set by the President and Vice President. Special membership meetings may be called by the Board of Directors. Thirty days notice will be given to all the individual and group members for all the member meetings. Only current voting members have the right to vote on any organization business including elections. Board meetings shall be called by the President for any business that needs to be done. Minutes will be taken at all meetings of the Board of Directors and approved copy will be kept in the Market files. Three days notice shall be given for any Board meeting.