

Leavenworth Farmers Market By-Laws
for
Leavenworth Farmers Market Incorporated

ARTICLE I - Name

The name of this association is the "Leavenworth Farmers Market Incorporated" and may be referred to in these By-Laws as the "Association."

ARTICLE II – Purpose and Objectives

Section 1. The Leavenworth Farmers Market, a producer-only market, has been formed to provide locally grown, fresh foods and horticultural products and local producer value-added products to the citizens of Leavenworth County and surrounding areas, and to encourage commerce, entertainment and trade in downtown Leavenworth.

The objectives of the Leavenworth Farmers Market are:

- to support our local growers and food makers by providing them with direct marketing opportunities;
- to give our community access to a wide variety of fresh, local, in-season farm products direct from the grower and value-added products direct from the producer;
- to provide an informal, social gathering place in an open-air setting;
- to enhance the Leavenworth community.

Section 2. To achieve its mission, the Association shall do the following:

- a. Establish and operate a farmers market for the purpose of furnishing a facility for sales of fresh, locally grown produce and locally produced value-added products.
- b. Work with the Leavenworth County Agricultural Extension Office/Kansas State University and similar organizations to promote fresh produce and horticultural products in Leavenworth County,
- c. Organize and/or participate in educational and other activities that promote the use of fresh produce and horticultural products.
- d. Organize and/or participate in those activities that, in conjunction with the operation of the farmers market, will serve to encourage commerce and trade in downtown Leavenworth.
- e. Conduct research necessary to further the development of the farmers market.
- f. Solicit and receive funds, gifts, endowments, donations, bequests, and durable goods to further the development of Leavenworth Farmers Market.

Section 3. It is hereby provided that the said purposes are not intended to limit or restrict in any manner the powers or purposes of this organization to any extent permitted by law.

Article III-Membership

Section 1. Responsibilities

- a. Members are expected to conform to the Association's Guidelines and By-Laws.
- b. Membership shall be for fiscal year January 1-December 31 inclusive.
- c. Seasonal membership will be offered to eligible applicants whose crop or product

is determined to be seasonal by the Association's Board of Directors.

d. Membership is open to all interested persons who grow, raise or produce products allowed in the Association's Guidelines and based on the Membership Categories, defined in Section 3 of these By-Laws. The Board of Directors must approve all applications for membership before that person is allowed to sell at the Leavenworth Farmers Markets. Approval by the Board shall be based on availability of stall space, produce or value-added product mix and accepted products as listed in the Association's Guidelines.

e. Membership shall continue only on payment of the current year annual seasonal membership fee and a current Kansas Sales Tax Number.

f. Members must comply with the By-Laws and Guidelines of the Association. Upon receiving a formal, written complaint of a member not abiding by the By-Laws or Guidelines, being uncooperative, or otherwise acting detrimental to the market, customers, or other members, the President or Vice-President shall appoint three members to investigate the complaint. If two of these three find that the complaint is valid, a meeting with that member and Board of Directors will be called. If the complaint cannot be resolved the member may be removed from the membership and not allowed to participate at the Farmers Market. The Board of Directors will have the final decisions on all complaints.

g. On those occasions when the market area at Leavenworth Farmers Market is shared by another approved activity, it is the responsibility of the Market Board President to reassign stall space of vendors in order to facilitate a smooth, efficient operation of the market for that day.

Section 2. Fees

a. Members must pay the annual seasonal fee for membership.

b. The Board will determine fees for annual seasonal membership. These fees will be used to defray the costs associated with the market site rental and operations and promotion of the market e.g. advertising, publicity, insurance, etc.

c. The membership fee covers all members of a household unit or family.

1. All household members may attend meetings and take part in discussions.

2. Voting is limited to one vote per membership.

d. Continuing members shall submit a completed application on or before the annual spring meeting. Each continuing member shall give copies of appropriate state sales tax licenses to the President or Secretary before the market season begins.

e. Participation in the farmers market(s) is limited to paid up members.

Section 3. Membership Categories

a. First priority category for full membership at the beginning of each new season will be given to full season membership vendors from the immediate previous season.

b. Second priority category for full season membership will be for vendors from Leavenworth County not selling at the market the previous year.

c. Third priority category for full season membership will be for vendors located within 30 miles of Leavenworth County and within the state of Kansas.

- c. Fourth priority category for full season membership will be for vendors located outside Leavenworth County and/or outside the state of Kansas as stall space is available.
- d. In all cases, the board will have the final decision based on the product diversity mix needed at the market and stall space available.

ARTICLE IV-Board of Directors

Section 1. The Board of Directors shall consist of nine (9) vendor members, who shall be elected from the membership of the Association.

- a. No member shall be eligible to be elected a Board member unless he/she shall have been a member in good standing for at least one year immediately preceding the election at the annual meeting.

Section 2. The Officers of the Association shall be the President, Vice-President, Treasurer and Secretary.

Section 3. The Association's members, at the annual spring meeting, shall elect President, Vice-President and Secretary. Board members shall be elected from year to year.

- a. The office of the Treasurer shall be appointed by the Board of Directors. This office shall not be limited in time served. The Treasurer's office may be vacated upon agreement with the Board of Directors.

Section 4. It shall be the responsibility of the President to call and conduct all meetings of the Board of Directors and Association membership.

- a. The President will appoint, subject to the approval of the Board of Directors, the chairpersons of all committees.
- b. The President shall be the principal spokesperson for the Association and shall represent it at those programs and activities at which the Association is to have representation.
- c. The President will call and conduct two annual meetings with all paid membership: one in the fall at the conclusion of the market season and one in the spring, before the beginning of the market season. The Board of Directors will determine exact dates.

Section 5. The Vice-President shall preside at meetings upon the absence of the President

and shall assume the duties of the President upon the inability of the President to fulfill the

duties of this office as determined by the Board of Directors.

- a. The Vice-President shall serve as the Association's parliamentarian and shall be responsible to the Association to ensure that business is conducted in an orderly fashion. Unless otherwise determined, meetings of the Association shall be conducted in accordance with Robert's Rules of Order.

Section 6. The Treasurer shall be responsible for providing a regular accounting of the Association's monies and financial transactions. The Association's membership shall have access to all records and financial accounting upon request.

- a. The Treasurer shall be responsible for making the financial transactions necessary to conduct the business of the Association as

approved by the Board of Directors, and reporting all financial information in an accurate manner to the Board of Directors.

Section 7. The Secretary shall be responsible for notifying the members of the Board of Directors of upcoming meetings.

- a. The Secretary shall be responsible for distributing correspondence and other information/material as may be necessary to conduct the business of the Association.
- b. The Secretary shall be responsible for recording sales tax numbers and contact information for all members.
- c. The Secretary shall be responsible for notifying all members of the annual meetings and other such meetings as may be necessary.
- e. The Secretary shall be responsible for maintaining data necessary for market business i.e., customer email lists, vendor activity numbers, and Market Minute distribution.
- f. The President shall, with approval of the Board of Directors, appoint a Recording Secretary for recording official actions at all board meetings.

ARTICLE V - Committees

Section 1. The Association's Board of Directors shall from time-to-time form those committees deemed to be necessary to conduct the business of the Association.

Section 2. Persons appointed as a Committee Chairperson shall be eligible to serve as Chairperson upon meeting the membership requirements found in ARTICLE III of these By-Laws. Any Committee Chairperson shall serve as result of an appointment by the President and approval of the Board of Directors.

Section 3. Persons interested in serving as a member of an Association Committee shall be eligible to serve upon meeting the membership requirements found in ARTICLE III of these By-Laws.

ARTICLE VI - Finances

Section 1. The Association shall use its funds only to accomplish the purpose and objectives specified in these By-Laws, and no part of said funds shall used to the benefit of nor be distributed to the members of the Association.

Section 2. The Association shall have a fiscal year beginning January 1 and ending December 31 of each calendar year.

Section 3. All monies received by the Association shall be deposited to the credit of the Association in such financial institution the Board of Directors may designate.

Section 4. The solicitation of funds shall not be authorized without prior approval of the Board of Directors.

Section 5. No obligation of expenses shall be incurred and no money appropriated without prior approval of the Board of Directors.

Section 6. Upon approval of an annual budget, the Treasurer or other persons as authorized by the Board of Directors shall have the authority to make disbursements on accounts and expenses provided for in the budget without additional approval of the Board of Directors.

Section 7. Disbursements shall be made by check signed by the Treasurer, for

disbursements under \$100.99. Disbursements in the amount of \$101.00 or higher shall be made by check signed by the Treasurer and one other Officer.

Section 8. The Board of Directors may from time-to-time cause a financial review to be conducted of the Association's books and accounts. A two-member committee appointed by the Board of Directors shall conduct such review. Upon its completion the report shall be presented to the Board of Directors and made available to any Association member upon request.

ARTICLE VII- Dissolution

Section 1. Upon dissolution of the Association any funds remaining after all outstanding debts have been satisfied shall be distributed to one or more regularly organized and qualified charitable or educational 501c3 organization as selected by the Board of Directors.

ARTICLE IX - Amendments

These By-Laws may be amended, altered, repealed or adopted by a 2/3rd vote of the Board of Directors at a meeting for which proper notice has been provided.

Adopted February 2, 2010