

BY-LAWS FOR THE  
INDIANA COUNTY FARMERS' MARKET

ARTICLE I – NAME

The name of this Organization shall be INDIANA COUNTY FARMERS' MARKET.

ARTICLE II- PURPOSE

This Corporation is organized exclusively for educational and charitable purposes within the meaning of section 501(c)(3) of the Internal Revenue Code. Specifically, the purposes are to:

- a) Provide food and nutritional education to the Indiana County community through various projects, including, but not limited to, operation of farmers' markets and hosting of public cooking demonstrations.
- b) Administer Farmers' Market's charitable programs, including, but not limited to the Supplemental Nutrition Assistance Program (SNAP).
- c) Any other lawful purpose as delineated in 26 U.S. Code § 501(c)(3).

ARTICLE III – MEMBERSHIP

Any person engaged in the production of farm related products in Indiana or adjoining counties, who agrees to abide by the rules of the Organization, may become a producer member, upon the approval of the Board of Directors. Each producer membership entitles the holder to one vote. Any Indiana County resident interested in supporting the market and sustainable agriculture may become a community member,

ARTICLE IV – BOARD OF DIRECTORS

The government of the Organization shall be vested in an elected committee of five (5) members, providing a minimum of four (4) producer members and the possibility of one (1) other member, known as the "Board of Directors." All members of the Board shall be elected by a majority vote at the fall general membership meeting. Terms of office shall be one (1) year.

Responsibilities

1. The duties of the Board of Directors shall be to transact all business of the Organization; to establish the policy of said Organization regarding program of activities; to authorize all contracts for services and supplies; to prepare a budget for each operating period (space cost, insurance, market manager, advertising, other) and recommend daily, monthly or seasonal rental rates per stall.
2. The President shall call a meeting of the Board of Directors at any time when, in his/her judgment, there is business to be transacted. He/she shall appoint all committees from the

Board of Directors and the Organization Membership, and delegate authority to the committees to assist the Board of Directors in performing any duties necessary to promote the interests of the Organization. Special meetings shall be held upon call of the President.

3. The Vice President shall perform all duties of the President in his/her absence.
4. The Treasurer shall hold all Organization money, pay all bills upon order of the Board of Directors and present his/her books and records for auditing on demand by the Board of Directors
5. The Secretary shall keep a record of the proceedings of all meetings, attend to all correspondence of the Organization, and perform any duties for the Organization assigned to him/her by the Board of Directors.

#### Vacancy

In the event of any vacancy on the Board of Directors, the remaining members of the Board shall select any member of the Organization in good standing to fill the vacancy until the election meeting of the Organization in the fall when the appointment shall expire.

### ARTICLE V – MEETINGS

The board shall meet in the spring to establish season fees and discuss new business.

A general information meeting, open to the public, will be conducted in the spring.

A general membership meeting to nominate and elect members of the Board of Directors shall be held in the fall of each year. This meeting shall be publicized in advance.

### ARTICLE VI – RECORDS

Every member shall have the right to examine, for any reasonable purpose, the books, records, roster of membership and other appropriate records of the Organization.

### ARTICLE VII – FISCAL YEAR

The fiscal year shall begin the calendar year.

### ARTICLE VIII – SPENDING OF MONIES

Proceeds derived from annual membership fees shall be used to pay operating and advertising expenses of the market. Should the Organization dissolve or become inoperative, any remaining

money shall be donated to a non-profit charitable organization determined by the Board of Directors.

#### ARTICLE IX – MARKET RULES & REGULATIONS

Rules and regulations formulated by the Board of Directors and approved by a majority at a membership meeting shall be in effect until changed or amended.

#### ARTICLE X – AMENDMENTS

The by-laws may be amended at the fall general membership meeting by a majority vote of the members present.

Amended; November 2017