

2019 GOLDENDALE FARMERS' MARKET

VISION STATEMENT

Educate, facilitate and promote local foods and crafts.

MISSION STATEMENT

The Goldendale Farmers' Market is a nonprofit, community based association founded on bringing farm fresh, regionally grown produce to the community; promoting access to healthy food choices; enhancing the economic development within the local community; promoting and supporting the formation of cottage industry; assisting our local growers in marketing their produce and supporting local businesses.

GOAL

Goldendale Farmers' Market will constantly strive to make the market a friendly, happy, meet-your-friends kind of shopping place where shoppers will always find fresh, wholesome regionally grown produce and unique, original products made in the greater Goldendale area.

BY-LAWS

The name of the organization shall be the Goldendale Farmers' Market, hereafter referred to as "the market."

ARTICLE 1: MEMBERSHIP

1. Market Vendors: The market shall have as its vendors, individuals or groups who have made an application to the market, been accepted by the Board and have paid the annual membership fee.
2. Community Members; A community member that supports the goals of the market and pays membership fees may join the association and will be eligible to serve on the Board. The Board may nominate a lay person to serve on the Board without requiring payment of the membership fee.
3. The annual term of membership commences on April 1st and ends on March 31st of the next calendar year. A general membership meeting will be held in March of each year.

4. A. Notice of Meetings: Annual Membership meetings will be announced through a variety of media. Members who have already signed up will be alerted of the meeting by e-mail at least 14 days prior to the event. If the member wishes to be notified by another method, prior arrangements must be made.

B. Notice of a Special Membership Meeting: Shall state the purpose of the meeting and time and place of the meeting. No business shall be transacted at Special Membership Meetings other than that referred to in the meeting notice.

5. Members in a good standing are encouraged to attend Board meetings with concerns and comments. However, any member of the Board may make a motion to discuss some matters in an executive session. If a majority of board members present vote in favor of an executive session, than non-board members will be excluded from the executive session.

ARTICLE 2: BOARD

1. The Board shall be responsible for establishing the policies of the market and overseeing the management of the market.
2. The Board shall consist of six (6) members elected by the membership and will serve without pay. Each Board member will serve a term of three years limited to two consecutive terms of six years. Two new Board members will be elected each year. Members of the Board will elect officers.
 - a. If the board has less than 5 members, then an existing board member can be elected to serve an additional term.
3. Board eligibility criteria: Board members shall be members of the market in good standing and be able to attend scheduled meetings.
4. Board members shall be elected by a majority vote of the Market Members attending the annual March meeting. Nominations for Board membership may be made in writing or by e-mail message prior to the March meeting. Nominations can also be made at the annual meeting as long as the member being nominated has consented to serving on the board.
5. Board vacancies: in the event that a seat on the Board becomes vacant, the Board shall have the authority to appoint another market member to fill the vacancy until the next annual March meeting. At the next March meeting, the vacated position shall be filled by a vote of the membership for the duration of the term.
6. A Quorum for the Board shall consist of a simple majority of elected or appointed Board members and shall conduct any business of the Board.
7. Board members who are unable to attend scheduled Board meetings and have three consecutive unexcused absences will be subject to dismissal from the Board.
8. Market booth fees will be waived for members of the board.

ARTICLE 3: OFFICERS

1. The Board shall elect three officers consisting of President, Vice-President and Secretary. A Treasurer shall be appointed by the Board. The Treasurer is not required to be a member of the Board.
2. The Market Manager shall attend all Board meetings. If the Market Manager is a Board Member, then he/she would vote on all Board matters unless a conflict of interest is identified. The Market Manager is a stipend position and shall not be subject to the Board term limits.
3. Officer Duties:
 - A. The President shall preside at all Board meetings; establish the agenda with input from the Board members; appoint Board committee members and perform other duties as determined by a majority vote of the Board Members.
 - B. The Vice-President shall assume the duties of the President in case of the President's absence.
 - C. The Secretary shall be responsible for the minutes of the Board meetings and Membership meetings, keep all approved minutes in a minute book and e-mail a draft copy of minutes to all Board Members within 48 hours after their receipt of the draft.
 - D. The Treasurer shall pay all bills, keep records of the organization's budget, and prepare financial reports as needed.

ARTICLE 4: COMMITTEES

The Board may appoint standing and ad hoc committees of Market members as needed.

ARTICLE 5: BOARD MEETINGS

1. Regular meetings shall be held monthly or as needed. Typically the 2nd Tuesday of each month.
2. Special meetings may be held at any time when called by the President or a majority of the Board members.
3. The President shall send a tentative agenda to Board members at least seven days in advance of regular meetings. This rule need not apply to special meetings called for a specific purpose.
4. All regular Board meetings are open for general membership attendance.

ARTICLE 6: CONFLICT OF INTEREST

1. Any member of the Board who has a financial, personal or official interest in or conflict (or appearance of a conflict) with any matter pending before the Board of such nature that it prevents or may prevent that member from acting in an impartial manner, shall be excluded from any discussion and voting on the matter. This can be brought to the

attention of the Board by another Board Member or by said Member who has the conflict of interest.

2. Any Board Member who is an authorized signer of checks shall not issue checks to themselves.

ARTICLE 7: FISCAL POLICIES

The fiscal year of the Farmers' Market shall be from January 1 through December 31.

ARTICLE 8: AMENDMENTS

Amendments to these By-Laws may be proposed by a majority vote of the Board Members. Copies of Proposed amendments shall be provided to each Board Member at least seven days prior to a scheduled meeting. Proposed amendments voted on by a majority of the Board Members shall be ratified by a majority of eligible voting members of the market attending a membership meeting called for that purpose.

ARTICLE 9: DISBURSEMENTS

Disbursements exceeding \$50.00 that have not been budgeted, must be approved by members of the Board at a regular or special meeting of the Board of Directors. A quorum of four Board members must be in attendance to approve such requests.

ARTICLE 10: TEMPORARY STATUS OF VENDORS

Prospective Visiting Vendors shall be limited to one market day in which no membership dues are charged and will apply to only one market season. A booth fee will be charged for each market day as stated in the guidelines.

ARTICLE 11: ROBERT'S RULES OF ORDER

In those instances not expressly covered by these By-laws, *Robert's rules of order* shall prevail.

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Facebook: <https://www.facebook.com/Goldendalefarmersmarket/>

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Approved at the annual Vendor meeting - March 23, 2019