**Warren County Growers Association**

**Bylaws**

Adopted: March 4, 2010

Revised: March 16, 2017

**ARTICLE I**

Name

The name of this association is the “Warren County Growers Association” and may be referred

to in these bylaws as the “Association”.

**ARTICLE II**

Mission statement

The Warren County Growers Association has been formed “To build a local food economy,

provide support and marketing opportunities for local farmers and crafts persons, while

promoting high quality foods and crafts to Warren County residents and visitors”.

**ARTICLE III**

Membership

Section 1: Any person interested in and who supports the mission of the Association, pays the

annual- membership fee, and in the case of vendors agrees to follow the established Market

Guidelines, shall be eligible for membership. Each member has one (1) vote and is eligible for

election to the Board of Directors.

Section 2: The membership of the Association shall be a broad cross section of the communities which it serves, including but not limited to farmers, crafts persons, business, government, and education.

Section 3: Criteria for membership shall be established and may be changed as needed by the

membership.

**ARTICLE IV**

Board of Directors

Section 1: Except as otherwise provided by law, these bylaws, or as directed by a vote of the

membership, the Board of Directors shall exercise the powers of the Association, conduct its

business affairs, and control its property. The Board is also expressly authorized to make

appropriate delegations of authority.

Section 2: The Board of Directors shall assume responsibility for meeting the goals of the

association, reviewing and recommending the Association’s operation and strategic plans to the

membership, and evaluating performance. No acquisitions or divestitures exceeding $50.00 shall occur without prior approval of the membership.

Section 3: The Association Board of Directors shall be composed of three (3) or five (5)

members, including the Association Chairman, Secretary, and Treasurer.

Section 4: Members of the Board shall be nominated by the Association membership and

elected to serve a two-year term.

1. A Board member may serve consecutive terms.

b) Those elected will begin their service on the April 1 that immediately follows their

election.

Section 5: The Board of Directors shall establish and may from time-to-time amend standards of

attendance, participation, and ethical conduct required of Officers and Directors to maintain their

membership and/or office.

Section 6: The membership shall fill an unexpired term of a Director by a majority vote of the

membership in attendance at a meeting where a quorum is present.

Section 7: Proper notice of a Board of Directors meeting shall be via email, facsimile, written

correspondence, or other means and is to be received no less than seven (7) days prior to the

meeting.

Section 8: The Board of Directors shall meet every other month and/or as needed.

Section 9: The Board of Directors may appoint a Market Manager.

**ARTICLE V**

Meetings

Section 1: The Association shall meet every other month and/or as needed. The membership

shall be notified via email, facsimile, written correspondence, or other means no less than seven

(7) days prior to the meeting.

Section 2: The membership shall conduct the business of the association by a majority vote of

members present at any meeting.

**ARTICLE VI**

Officers

Section 1: Officers of the Association shall consist of the Chairman, Secretary, and Treasurer.

Section 2: Officers shall be elected by majority vote of the Board of Directors at a meeting for which proper notice has been provided.

**ARTICLE VII**

Finances

Section 1: The Association shall use its funds only to accomplish the mission specified in these

bylaws. No part of said funds shall inure to the benefit of nor be distributed to members of the

Association, except as expressly approved by the membership and/or the Board for a specific

purpose (i.e., training expenses).

Section 2: The Association shall have a fiscal year beginning April 1 and ending March 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(s) as may be designated by the Board of Directors.

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

of Directors.

Section 5: No obligation or expense exceeding $50.00 shall be incurred and no money appropriated without prior approval of the membership.

Section 6: Upon approval of an annual budget, the Treasurer or other persons as authorized by

the Board of Directors shall have authority to make disbursements on accounts or expenses

provided for in the budget without additional prior approval of the Board.

Section 7: Disbursements shall be made only by check signed by the Treasurer and one (1) other officer.

Section 8: The Treasurer shall provide a written report of the Associations finances to the

membership at each regularly scheduled Association meeting.

Section 9: The Board of Directors shall periodically conduct an audit of the Associations books

and accounts. However, when deemed necessary an audit of the Associations books and

accounts, by a certified public accountant may be requested by a majority vote of the

membership. Upon completion, audit reports shall be presented to the Board of Directors and

the membership.

**ARTICLE VIII**

Bylaws

These Bylaws may be adopted, amended, altered, or repealed by a majority vote of the

membership present at a meeting for which proper notice has been provided.

**ARTICLE IX**

Dissolution

Upon dissolution of the Association, any funds remaining shall be distributed to one or more

regularly organized and qualified agricultural, charitable, educational, scientific, or philanthropic

organizations as selected by the membership.

**ARTICLE X**

General Provisions

Section 1: The membership shall determine market locations, establish the days and hours of

operation, and adopt vendor market guidelines by a majority vote of the membership present at a meeting for which proper notice has been provided.

Section 2: The Board of Directors may establish committees and appoint membership thereto as necessary to meet the Mission of the Association, or as directed by the membership.

These Bylaws were adopted by a vote of the membership of the Warren County Growers Association on this 4th day of March, 2010.

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Chairman of the Board of Directors Date

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Secretary of the Board of Directors Date