

**YANCEY COUNTY FARMERS' MARKET ASSOCIATION  
BYLAWS**

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**I. PURPOSES/MISSION**

The Yancey County Farmers' Market Association is a group of local producers selling the best quality available produce, plants, and farm-related crafts through a Farmers' Market in Burnsville North Carolina.

The mission of the market is to provide to the community a source of fresh, local, high quality farm products and crafts by creating and maintaining a viable retail outlet for local farmers and crafters in an atmosphere conducive to the exchange of information and ideas between producers and consumers.

**II. MEMBERSHIP**

A market member is a farm, business, or individual that produces farm and/or handcrafted goods.

Members shall be admitted to the Association upon the Association's receipt of written application form, approval by the Board of Directors and payment of all membership dues.

Each member is allotted one vote at market meetings.

Any member may resign, but such resignation shall not relieve the resigning member of any outstanding financial obligation to the Association, and the Association shall not be liable to return or refund any dues, assessments, or other charges in the event of resignation.

Membership in the Association shall not be transferable.

The Board of Directors, by affirmative vote of two-thirds of all Board members, may suspend or expel a member for violation of market rules or inappropriate behavior after an appropriate hearing, and may, by a majority vote of those present at any regularly constituted meeting, terminate the membership of any member who shall be in default in the payment of dues.

**III. MEETINGS**

*A. Annual Meeting:* An annual meeting shall be held each year at a time and place designated by the Board of Directors for the purpose of presenting the annual report, election of officers for the coming year, and other matters that may require general membership attention. Notice of the annual meeting shall be given to every member at least seven days in advance of the meeting.

If a market member is out of town at least four driving hours away from Burnsville at the time of the annual meeting, the member may elect to submit his/her votes at the annual meeting as follows:

For officer election, the market member may cast a ballot in advance of the meeting and submit it to the Market Manager for counting in the election.

For other items which require a vote, the market member may choose to name a proxy, who will have the authority to vote on behalf of the member. The proxy must be a market member who is planning on attending the meeting.

**B. Special Meetings:** The Board of Directors may call a special meeting that would require general membership attendance. Notice of any special meeting shall be given to every member at least seven days in advance of such meeting.

**C. Board of Directors Meetings:** The Board of Directors shall meet from time to time as is necessary. Only board members and chairpersons of appropriate committees need be notified. Board meetings are open to members for observation.

**D. Quorum:** At any annual meeting or special meeting, three-tenths of members shall constitute a quorum. At any meeting of the Board of Directors, four directors in office shall constitute a quorum.

#### **IV. BOARD OF DIRECTORS**

**A. General Powers:** The business and affairs of the Association shall be managed by the Board of Directors.

**B. Number and Tenure:** The Board of Directors shall consist of seven Directors – the four officers and three at-large market member Directors. The market member directors shall be elected at the annual meeting by majority vote of Association members in attendance at the meeting. The community members will be selected by the board of directors. Each Director shall hold office until the next annual meeting of members. The board members will be elected from the membership.,

**C. Vacancies:** If any vacancy occurs on the Board of Directors, other than from the expiration of a term of office, the Board of Directors may fill the vacancy for the unexpired term at any Board meeting.

**D. Compensation:** The Board of Directors shall serve without compensation.

**E. Attendance at Board Meetings:** Directors shall attend all Board meetings unless extenuating circumstances occur.

**F. Manner of Acting:** The act of the majority of the directors present at a meeting at which a quorum is present shall be the act of the Board of Directors.

**G. Standard of Care:** A director shall perform his/her duties as a director, including duties as a member of any committee, in a manner he/she reasonably believes to be in the best interests of the Association, and with such care as an ordinarily prudent person in a like position should use under similar circumstances. A person who performs his/her duties shall not have any liability by reason of being or having been a director of the Association.

#### **V. OFFICERS**

**A. Officers:** The officers of the Association shall be a President, Vice President, Secretary, and Treasurer. The Board of Directors may appoint committees and committee chairpersons as they may consider necessary.

**B. Election and Term of Office:** The officers of the Association shall be elected by the Association membership at the Annual Meeting. A vacancy in any office, however occurring, may be filled by the Board of Directors for the remaining portion of the term.

## **VI. DUTIES OF OFFICERS**

**A. Duties of the President:** The President will:

- 1 lead the Board of Directors
- 2 preside over the Association meetings
- 3 call special meetings of the Board of Directors
- 4 perform duties usually performed by an executive and presiding officer

**B. Duties of the Vice President:** The Vice President will assist the President and will perform the duties of the President in his/her absence. The Vice President will perform such other duties as may be prescribed by the Board of Directors.

**C. Duties of the Secretary:** The Secretary shall keep the minutes of the meetings, give notice of all meetings as prescribed in these By Laws, perform all duties incidental to the office and help the President perform his/her functions.

**D. Duties of the Treasurer:** The Treasurer shall be the principal financial officer of the Association and shall collect, receive, deposit, invest, and disburse the funds of the Association. The Treasurer shall maintain accounting books and checking account, rendering a statement of account at each Annual Meeting and special meetings of Board meetings as requested. He/she will file all required financial reports and will perform all other duties incidental to the office and help the President perform his/her duties.

**E. Officers** must enforce the bylaws without discrimination.

## **VII. COMMITTEES**

The Board of Directors may appoint various committees, determine committee membership and committee chairpersons. The Board of Directors shall delegate duties to the respective committees.

Each committee shall consist of one member of the Board of Directors. Committee membership shall consist of market members.

Each committee is responsible for holding meetings at such regular intervals as to assure the proper completion of the committee's duties.

The chairperson shall give a report at every board meeting regarding the progress, accomplishments, and goals of the respective committee.

## **VIII. INDEMNIFICATION**

The Association shall indemnify, to the extent permitted by law, any person who is or was a director or officer of the association against any claim, liability or expense arising against or incurred by such person as a result of actions reasonably taken by him/her in the direction of the Association.

## **IX. MARKET RULES**

The operation of the market shall be governed by these **By Laws** and by the **Market Rules**. Once adopted by the membership, these By Laws and Market Rules will be in place for the upcoming market season. The Board of Directors and the Market Manager will interpret the rules and their decisions will be binding.

**A. Market Manager:** The day-to-day operation of the market shall be managed by a Market Manager. The Market Manager shall be selected by the Board of Directors. In lieu of an independent Market Manager, the association President may serve as Market Manager.

The Market Manager is charged with the responsibility for interpreting and enforcing the market Bylaws and Market Rules. This includes, but is not limited to, assigning spaces to vendors, approved day vendor management, identifying inappropriate products, signage, advertising and other promotional efforts, safety, facility management and other duties as assigned by Market Manager job description.

**B. Membership:** Maximum market membership will be determined by the Board of Directors based on available space. Initial preference shall be given to returning members. A returning member shall be considered a member for the new year if they have paid their annual dues within 15 days following the annual meeting and submitted an Annual Update of Membership form. If dues are not received by the Treasurer within 30 days of the annual meeting, the individual's membership can be terminated.

If a member does not attend at least 50% of their approved market sessions, as indicated on their Annual Update or Application forms during a season, they must reapply for membership the following year and they will be ineligible to vote in the annual meeting.

Following verification of returning members, new members may be accepted in the following order:

- (1) Producers who have completed applications in the past and have been put on a "waiting list", and /or vendors who have participated as day vendors the previous year.
- (2) These applications will be reviewed by the Board of Directors. Once an applicant has been reviewed and approved for membership by the Board of Directors, been notified in writing by the Market Manager and they have paid their annual dues, they will become market members. If they have not paid their dues to the Yancey County Farmer's Market within 15 days of notification that they have been accepted as market members, their membership shall be considered void.
- (3) Subsequent applications will be considered for membership following the same process as the "waiting list".
- (4) New Member applications will be considered for membership following annual review of waiting list and previous day vendor applications.

Members will be accepted into the market within three broad categories and may apply under one primary category. A member will be allowed to sell those products within that category which they listed on their application and which are approved by the board of directors. Members must request special authorization from the board of directors on a case by case basis if they wish to sell items outside of their approved category. Request for variance must be made in writing to the Board of Directors for approval.

**Variations:** Members wishing to sell items outside their approved categories may request permission from the board on a case by case basis. Board consideration of such variations will be based on availability of similar items already provided by market members. Variations for farm and value-added products also will be allowed only for products grown on the member's farm.

**New Member Probation:** New members will serve a one-year probationary period. At the end of the year the board will determine if the member is to continue in future years. New members will be evaluated mid-way through the season by the board of directors and market manager. This evaluation will be shared with the member to give them time to take corrective action if necessary.

Factors that will be considered in evaluation are:

- (1) overall contribution to the market
- (2) good relations with customers and market members
- (3) compliance with market rules

- (4) assistance with market setup and takedown
- (5) quality of product sold
- (6) regular and punctual attendance
- (7) compliance with selling only those products authorized to be sold by the member

The three categories for membership are: Farm products, Value-Added Products, and Crafts.

Vendors selling Crafts and Value-Added Products are required to obtain a certificate of registration from the NC Dept. of Revenue (NCDOR) for collection and payment of sales tax. Vendors are exempt only if they are selling produce, plants or similar items that are not being altered in any way for sale to the public. Vendors who are selling any Value-Added Products are required to obtain a sales certificate and collect sales tax on the Valued-Added Products a copy of the certificate must be provided to Yancey County Farmer's Market, LLC with the application. A vendor will not be allowed to set up at the market until the certificate has been provided. Yancey County Farmer's Market, LLC is required to maintain a daily registration list of vendors.

### ***C. Approved Categories***

#### **FARM PRODUCTS:**

- Fresh fruits and vegetables grown by members.
- Plants and bulbs grown by members.
- Seeds gathered and saved by members.
- Cut and dried flowers grown by members.
- Eggs and honey from members' farms, labeled with producer's name and address.
- Fresh or smoked fish raised by members, properly labeled.
- Meat from animals raised by members and properly labeled.

#### **VALUE ADDED PRODUCTS:**

- Fresh baked goods made by members and labeled with all ingredients and the producer's name and address.
- Preserves, pickles, relishes, jams and jellies made by members and labeled with all ingredients and the producer's name and address. The featured ingredients in such items must be locally grown (e.g. blackberry jelly, raspberry jam.)
- Low acid canned goods may only be sold after completion of Acidified Foods Manufacturing School, this includes all tomato products.
- Freshly-prepared edibles made by members which utilize local farm products as much as possible. Examples include fried apple pies, sautéed vegetables, etc. Such products must conform to all appropriate state and local health department regulations regarding safe food handling, including serving temperature.

#### **CRAFTS:**

- Craft items made by members. Preferences will be given to indigenous folk crafts and crafts that utilize local farm products. Wool and yarn from animals raised by members.

***D. Dues and fees:*** Basic annual dues for association membership will be \$60. per year. In addition, NO fee \$.0-\$25 in sales, a fee of \$3 per day \$25-\$50 in sales, a fee of \$5 per day \$50-\$100 in sales, and a fee of \$8 per day for \$100 or more in sales.

***E. Space Allocation:*** Market spaces are limited to one space per member and are 10'x10' square. Additional spaces must have advance approval by market manager and will be charged a \$15/week additional fee.

Allocation of space for the market layout will be the responsibility of the market manager, based on regular attendance, seniority, and market diversity (e.g. not putting all bakers together). Once the initial market layout is established, the market manager will attempt to keep members in the same relative spot in the market, but that cannot be guaranteed.

Market members must confirm with the market manager by Wednesday before market whether they will be attending or not. Repetitive “no-shows” will be evaluated for continuation in market and may forfeit their market location.

***F. Arrival and Set-up Process:*** Members who plan on using market tents must arrive no later than 60 minutes prior to market opening to assist in setting up tents, tables, and chairs. Those using their own tents or not using tents must arrive no later than 30 minutes before market opening. If a member fails to arrive at market by the specified time (see above) they will forgo their selected space that day. In order to avoid confusion and interruption of the market, and for reasons of safety, no member may set up after market opening unless receiving prior approval from the market manager. A penalty for violations may be assessed at the market manager’s discretion.

Members are expected to stay at the market until closing time unless approved by the market manager in advance, based on extenuating circumstances.

Members using market equipment (tables, chairs, scales) are responsible for getting them out and putting them away.

Members under pop up tents are required to have a minimum weight of 25lbs per leg attached to their tents upon set-up.

***G. Products sold:*** All products sold at the market must be locally grown/prepared (within 50 miles of Burnsville).

All products must be of the **highest quality**.

To insure the health and safety of the community and safeguard the reputation of the market, each vendor is required to abide by all state and federal regulations, including those relating to food safety, as they pertain to the products the vendor sells. It is the responsibility of each vendor to be aware of, and to maintain compliance with, such regulations that may apply to their products. Copies of all applicable permits, certificates, and licenses must be provided to the market manager.

Produce growers are encouraged to attend a Good Agricultural Practices (GAP) class each year and post their certificate.

On-farm inspections may be conducted at any time at the request of the Board of Directors.

Prices must be clearly marked or posted. Each member will determine his/her own prices.

All members must understand and abide by the rules governing the proper acceptance of Farmers’ Market Nutrition Program and Senior Program (WIC) coupons, EBT tokens, and credit/debit card tokens.

***H. Day vendors:*** Depending on space available, the market may offer spaces to day vendors. These are defined as sellers of products which meet market requirements and are not currently sold at the market, and/or vendors who do not intend to sell at the market more than once or twice.

To become a Day Vendor such applicants must:

(1) Complete a market membership application

(2) Be approved by the Board of Directors as a Day Vendor

The Market Manager has the right to accept or reject an approved Day Vendor based on the above criteria. If the Market Manager determines that space is available, a day vendor may set up for the day. They must pay a \$15 Day Vendor fee.

In cases where the approved day vendor wishes to continue attending the market indefinitely, the board of directors must approve their continuation. In such cases, the day vendor will be limited to the products initially approved by the Market Manager, and will not become a market member during the season. They may pay the \$15 weekly fee for each attendance throughout the season (space permitting).