

By-laws of the Mankato Area Growers' Association

(revised March 11th, 2023)

Article I. Name

The name of this association shall be the Mankato Area Growers' Association.

Article II. Purpose

The purpose of the Mankato Area Growers' Association is to create, promote, and operate a farmers' market within the Mankato area that:

- a. Provides an economic marketplace for area producers to sell their farm products, baked goods, and other qualifying Minnesota-homegrown or handmade products and for area artisans to sell their handmade wares.
- b. Offers the consumer the widest variety of quality fresh, locally grown farm and handmade products, as well as a source of unique, handcrafted items made by area artisans available at a convenient location.
- c. Provides a space for the community to gather on a regular basis in order to share good food, music, laughter and friends.

This association is responsible for setting the market rules and regulations for vendors participating in the Mankato Farmers' Market.

Article III. Membership

Section 1. Members of the Mankato Area Growers' Association are vendors at the Mankato Farmers' Market.

Section 2. Eligibility for membership

- a. Farmer/Producer: Farmers and/or producers are those who raise produce, grains, plants or botanicals, animals, animal products or by-products on land they own, lease or rent, within a 40-mile radius of the Mankato Farmers' Market.
- b. Prepared Food Vendor: Prepared food vendors offer food products, which are allowed by law and are properly licensed (if required). All food products should be substantially made by the vendor and not commercially purchased. A sign stating, "These products are homemade and not subject to State inspection" is required for those foods not requiring licensing. All food products need to comply with the Operational Guidelines for Farmers' Market Vendors from the State of Minnesota. Updated copies are available online at www.mda.state.mn.us.
- c. Food Truck Vendor: Properly licensed food truck vendors offer freshly made foods, available for sale and immediate consumption on-site at the Market.
- d. Artisan Vendor: Artisan vendors create with their own hands the products they offer for sale at the Market. Such products require skill, significant personal handling and /or manipulation to qualify and must be produced within a 40-mile radius of the Market. Market Management juries all artisans prior to vending at the Market. No commercial or imported items will be allowed to be sold at the Market unless said items are significantly transformed to become the artisan's own product.
- e. Specialty Vendor: A specialty vendor grows, harvests, wild harvests, collects, makes a product or raises a product outside the 40-mile radius but which is unique to the Mankato Farmers' Market. The product must be juried and approved by the Board of Directors.

All eligible members must agree to abide by the By-Laws and Rules and Regulations of the Mankato Area Growers' Association.

Members must renew their membership annually by submitting to the MAGA Secretary a completed MAGA application, an agreement to abide by the Code of Conduct, an Operator Certificate of Compliance (ST 19), a certificate of liability insurance, and copies of city or state licenses necessary to vend. Members must also maintain a current phone number and email address (if available) on file. All documents and required fees and dues, are due before or at the March meeting.

How to apply: Applicants need to submit an application form to the Market Management. The Board of Directors will review the information submitted and approve or reject the application. Upon approval the applicant needs to provide the Code of Conduct, an Operator Certificate of Compliance (ST 19), a certificate of liability insurance and copies of city or state licenses, if required.

No one may vend without all forms completed and submitted to the MAGA Secretary.

Applications will be closed April 15th of the market season.

The Board of Directors has sole authority to accept or reject applications for membership, in accordance with the qualifications and criteria set forth herein.

Section 3. Dues and fees

Membership dues of \$100 per member will be due at the March meeting.

Annual stall fees are \$350. Annual vendors are those who are assigned a stall(s) on an annual basis and who pay full stall fees annually. The first half of the stall fee is due on the 2nd Saturday of March. The second half is due on or before July 1st.

Daily vendors are those who are assigned a stall on a daily market basis, as space allows, and pay stall fees on a daily basis. Daily vendors must purchase a membership of \$100 due on the 2nd Saturday of March. A daily participation fee of \$25 will be collected each Saturday, and \$5 for Tuesday and Thursday market days.

Mini vendors must pay for a membership of \$100.00, due at the March meeting. A daily participation fee of \$10 will be charged for Saturdays, and \$5 will be charged for Tuesday and Thursday market days. A mini stall is a 10x10 area only – regardless of the adjoining space. A mini vendor can park at their stall to unload, but then must move their vehicle. No vehicles can be parked/remain at a mini stall during the time the market is open.

Daily and mini vendors are allowed to park in their designated stall, but will be responsible to then pay their daily fee to the management prior to setting up.

All dues and fines will be paid to the MAGA Treasurer.

Dues and fees are considered delinquent the day following their due date. Delinquent dues and fees will incur a \$25 penalty per market week (for example, if a vendor is delinquent two weeks, an extra \$50 will be charged). No vendor will be allowed to set up and vend until membership, stall fees and late fees are paid up to date.

Section 4. Rights of Members

Each membership shall be eligible to have one vote in any voting procedures with the membership.

Section 5. Disciplinary Procedures

The Board of Directors may vote to expel permanently any member for cause. See Rules and Regulations #7 for cause. Annual dues and fees are not refunded when a member is expelled.

Upon submission of a new member application during the regular application period, the Board of Directors may reinstate a terminated member under terms and conditions set by the Board of Directors.

Section 6. Resignation

A member may resign in writing at any time to the Market Management. Resignation does not relieve a member of any obligations to pay previously accrued dues, assessments or other charges. Annual dues and fees will not be refunded.

Article IV. Officers

Section 1. The officers of the Association are President, Vice President, Secretary, Treasurer, and one Member At-Large. The duties of the officers are as follows:

A. President:

- a. Plan and preside at all meetings of the Mankato Area Growers' Association;
- b. Request the Secretary to call regular or special meetings, and distribute notifications and other communications to the members;
- c. Schedule and arrange with the location management for the use of the property;
- d. Make sure the Market Manager (optional) has a signed contract on file;
- e. Make arrangements for the Port-a-Potty system for the season;
- f. Will respond during the off-season to market inquiries and potential vendors via e-mail or phone;
- g. Take a leadership role with the rest of the Board and the Market Management to ensure the smooth running of the Market;
- h. Take leadership in the long-term planning of the Market;
- i. Enforce the Association policies and rules;
- j. Intervene, if needed, in situations that the Market Management cannot resolve or in case they are not available;
- k. Work with the Secretary on the agenda for the business meetings;
- l. Work with the Market Management, committees, and the rest of the Board to promote the Market;
- m. And, such other duties applicable to the office as prescribed by the parliamentary authority adopted by the Association.

B. Vice President:

- a. Work with the President and the Board to promote leadership to the association;
- b. Take over the position of President when that position is vacated;
- c. Plan and preside over the meetings in the event the President is unable to attend;
- d. Assist the President and board members in vendor matters that need attention;
- e. Work with the Market Management, committees, and the rest of the board to promote the Market;
- f. And, such other duties applicable to the office as prescribed by the parliamentary authority adopted by the Association.

C. Secretary:

- a. Be responsible to maintain on file a record of all meeting's minutes and communications to the members;
- b. Record minutes of all meetings, prepare a copy to be distributed at

- the next meeting and will read the previous meeting's minutes at the following meeting;
- c. Maintain a current copy of the by-laws and rules and ensure a copy is available in the Market shed/trailer.
 - d. Update all forms as needed;
 - e. Maintain all past and current information, documents and files in an orderly manner. All documents should be dated and numbered when applicable:
 - i. A current database of all vendor contact information: phone, e-mail and emergency contacts and make sure a copy is in Market shed.
 - ii. Meeting minutes
 - iii. Any and all written correspondence
 - iv. Market Manager's signed contract (optional)
 - v. Copies of all vendor submitted information: proof of insurance, ST19, signed application, stall bid sheet, all licenses required to sell their product;
 - f. Communicate all meeting notices to vendors not less than two weeks before the meeting date as directed in the by-laws;
 - g. Provide handouts at meetings; last meeting minutes, any other that apply;
 - h. Send out on February 1st, via USPS the spring meeting packet, which includes a letter explaining what needs to be turned in, a grower/artisan application, ST19 form, liability insurance reminder, a statement of amount due, and a copy of the current by-laws and rules and regulations;
 - i. Work with the President, other board members and Market Management, as needed, to provide informational updates to members;
 - j. Provide the Market Management and President with a list of vendors who do not have all required forms and information on file or unpaid stall fees before the start of opening day;
 - k. Work with the Market Management, committees, and the rest of the Board to promote the Market;
 - l. And, such other duties applicable to the office as prescribed by the parliamentary authority adopted by the Association.

D. Treasurer:

- a. Be responsible to manage the assets in a beneficial manner for the good of MAGA;
- b. Prepare and distribute financial reports when needed;
- c. Accept and deposit payments for dues, stall rents, daily fees and other income for MAGA;
- d. Propose an annual budget to be voted on by membership and pay all bills for MAGA based on that budget in a timely manner;
- e. Prepare an annual financial report, file all taxes as needed, prepare an earnings statement for the Market Management, and prepare any other financial reports, as needed;
- f. Maintain a file of all reports and financial papers;
- g. Give a Treasurer's report at each meeting, and provide a copy to the Secretary to have copies made for member distribution before the meeting;
- h. Work with the Market Management to ensure membership fees, stall rents, and other fees are paid and collected in timely fashion;
- i. Work with the Market Management to ensure the budget is being maintained;
- j. Provide the Market Management with a petty cash account to use for incidental market expenses;
- k. Assist the President and other board members in vendor matters that need attention;
- l. Work with the Market Management, committees, and the rest of the Board to promote the Market;
- m. And, such other duties applicable to the office as prescribed by the parliamentary authority adopted by the Association.

E. Member At-Large:

- a. Assist the President and other board members in vendor matters that need attention;

- b. Work with the Market Management, committees, and the rest of the Board to promote the Market;
- c. And, such other duties applicable to the office as prescribed by the parliamentary authority adopted by the Association.

Section 2. Nominations and elections

Nominations of officers shall be collected as follows: an email notification will be sent by the Association secretary 2 weeks prior to the October meeting asking for nominations. Association members may nominate themselves and the office they'd like to hold. Existing officers must re-nominate themselves. The association will vote on the nominations at the October meeting if and only if quorum as defined in article V section 2 is met.

Section 3. Terms of Office

The President and Vice President shall serve one-year terms. The President and Vice President may be reelected in their respective offices, by standing for reelection each year. The Vice President shall assume the office of President when the sitting President is not reelected. The Secretary, Treasurer and Member At-Large shall serve unlimited one-year terms, standing for reelection each year.

Section 4. Removal from Office

Any officer may be removed for cause by a two-thirds vote of the members at a special or regular membership meeting. Any member may initiate a vote to remove, but the vote may only be taken after the membership has received written notice of the proposal to initiate such a vote at least two weeks prior to the vote. Cause would be not performing the duties assigned to the office.

Article V. Meetings

Section 1. Meeting Date and Time

Two business meetings shall take place each fiscal year. These dates will be the 2nd Saturday of March and October. The Board of Directors will designate the specific date, time, and location of each meeting. The MAGA Secretary shall give notice to all members not less than two weeks prior to each business meeting date.

Section 2. Quorum

A quorum shall constitute 35% of the membership.

Section 3. Special Meetings

If at least 35% of the membership with voting rights delivers a demand for a meeting and describing a purpose of the meeting, the Board of Directors shall hold a meeting within a two-week period.

Article VI. Board of Directors

Section 1. Board Role

The Board of Directors shall consist of five members, who are the five elected officers voted by the membership at each October business meeting.

Section 2. Meetings

The Board of Directors will meet three weeks before each regular business meeting and the last Saturday of each regular season market month.

Section 3. Duties of the Board of Directors

The Board of Directors is responsible for conducting business of the Mankato Area Growers' Association. The Board will provide leadership in activities devoted to the purpose of the Association and is responsible for prompt action when needed to decide issues not covered in the Rules and Regulations.

Article VII. Parliamentary Authority

The authority for this association is *Webster's New World Robert's Rules of Order, Simplified and Applied*, Second Edition.

Article IX. Amending the By-Laws

The by- laws may be amended at any business or special meeting by a majority vote of at least 35% of the membership with voting rights.

Article X. Market Location and Times

The market location and times may be changed at any business or special meeting by a majority vote of at least 35% of the membership with voting rights.

Article XI. Dissolution and Distribution

Section 1. Dissolution of Association

The Association shall not be dissolved except by a two-thirds majority vote of members present in any regular or special meeting of the membership, provided that the plan for proposed dissolution is among the purposes of the meeting as set forth in the notice of said meeting.

Section 2. Distribution of Assets

After all liabilities have been met and paid, remaining assets, if any, as of the effective date of dissolution shall be distributed to current members, regardless of chronology of such patronage, on the basis of respective patronage contributions as shown on the books and in the records of the Association, insofar as is practicable.