

MOUNTAIN FRESH PRODUCERS  
ASSOCIATION

CONSTITUTION AND BY-LAWS

ARTICLE I – Name

The name of this organization shall be Mountain Fresh Producers Association.

ARTICLE II – Objectives

The Mountain Fresh Producers Association has been organized for the following purposes:

1. To provide marketing opportunities for regional producers to promote their products directly to the consumer by using the “Mountain Fresh” trade name and management support.
2. To establish and maintain basic farmers market operating standards and representation for members that will inspire public confidence in the direct marketing concept.
3. To provide members with publicity and merchandising materials that will assist in promoting their products.

ARTICLE III – Membership

Annual membership shall be conveyed to producers who: (1) pay annual membership dues, (2) are approved by Board of Directors, and (3) agree to abide by the rules and regulations of the Association.

Levels of Membership Include:

- Youth – Persons aged 8-18 years with two votes per membership
- Adult – One person or farm business with two votes per membership
- Associate – Individuals, businesses, etc. having no vote

ARTICLE IV – Board of Directors

The Association will be managed by a Board of Directors, consisting of at least five (5) and not more than nine (9) voting members. All members of the Board shall be elected by ballot at the annual membership meeting. Candidates must receive a majority vote to be elected.

At the first meeting following their election, the Board of Directors shall be

organized and the executive officers elected. The executive officers shall consist of: Chairperson, Vice Chairperson, Secretary, and Treasurer. Sixty percent of the Board shall constitute a quorum.

The Board, or a committee appointed by the Board, will be responsible for formulating rules and regulations guiding the operation of the Mountain Fresh Markets. The Board will be responsible for maintaining Association records and said records will be available for examination by Association members.

The board may invite non-voting advisors to the Board who may give input or assistance to the Board regarding the operation of the markets.

#### ARTICLE V – Meetings

The Board of Directors will hold at least two meetings per year with a public session followed by an executive session. The Board of Directors will meet as needed to conduct business of the Association.

The general membership will meet at least once per year. Twenty percent of the membership at a membership meeting shall constitute a quorum.

#### ARTICLE VI – Financial Expenditures

Proceeds derived from fees, space rentals and other sources shall be collected by the Treasurer (or his/her designee) and shall be used to pay the expenses of the organization. Should the Association dissolve or become inoperative, any remaining money shall be dispersed by the Board of Directors to an agricultural venture that would benefit from the donation.

#### ARTICLE VII – Amendments

Amendments to the Constitution and By-Laws can be made at any membership meeting providing:

1. Two-thirds of the membership are present to vote on the amendment.
2. A written notice of the amendment has been sent to the membership by the Secretary thirty days in advance of the meeting date.

BY – LAWS OF THE MOUNTAIN FRESH  
PRODUCERS ASSOCIATION

1. Duties of the Board of Directors

The Board shall be responsible for establishing policies and procedures for the Association, as well as rules and regulations for the Mountain Fresh farmers markets, subject to Association membership approval.

The Board shall be responsible for transacting the business of the Association, while utilizing members and committees as appropriate.

The Board shall provide a report of Association business at the annual membership meeting.

2. Duties of the Officers

The Chairperson shall call a meeting of the Board of Directors at any time when, in his/her judgment, Association business needs to be transacted.

The Chairperson shall appoint all committees from the Board of Directors and the Association membership. He/She shall delegate authority to committees to assist the Board in performing any duties necessary to promote the interests of the Association.

The Vice Chairperson shall perform all duties of the Chairperson in his/her absence.

The Secretary shall: keep a record of the proceedings of all meetings, send written notices as needed, attend to the correspondence of the Association, and perform all duties assigned by the Board of Directors.

The Treasurer shall: maintain the Association checking account, account for all Association income and expenses, pay all bills upon the approval of the Board of Directors, present all financial records for auditing on demand by the Board of Directors, and present an itemized treasurer's report at Board and Membership meetings.

3. Board of Directors Vacancy

In the event of any vacancy on the Board of Directors prior to the term expiration, the remaining members of the Board shall select any member of the Association in good standing to fill the vacancy until the next membership meeting, at which time the Association will elect a member to fill the un-expired term.

4. Robert's Rules of Order shall apply at all meetings.

5. Marketing and Promotion

The Mountain Fresh Producers Association logo may only be used by Association members and supporting agencies for the purpose of promoting/marketing the sale of products the members have produced.