



Breadbasket Farmers Market Inc By-Laws

February 2022

SECTION 1

WHO WE ARE

NAME: The name of this organization shall be the “Breadbasket Farmers Market Inc”, hereinafter, the “Market”.

ORGANIZATION: The Breadbasket Farmers Market Inc is a non-profit 501(c)(6) organization. The By-laws contained in this document work in conjunction with the Market Guidelines, a separate document.

SECTION 2

OUR PURPOSE AND POLICIES

PURPOSE: The purpose of the Breadbasket Farmers’ Market Inc is to provide a location and the organization for vendors of fresh produce, homemade and handmade goods to sell to the public in a pleasant and friendly atmosphere. A true family experience. Please note, **BUYING AND RESELLING OF GOODS IS STRICTLY PROHIBITED.**

POLICIES: The Market shall not discriminate against qualified applicants for membership, employment, or directorships, nor shall the Market discriminate against members or consumers on their basis of race, color, creed, gender, national origin, sexual orientation, religion, age, or physical disability in execution of any of its policies. We are a tobacco-free market. (page 12)

SECTION 3

WHO MAY BE A MEMBER

WHO IS ELIGIBLE: Anyone who lives within a 150-mile radius of Topeka, Kansas is eligible to become a member.



REGISTRATION FORMS: Registration Forms may be obtained from and shall be submitted to the Market Manager. The Market Manager shall accept or deny the registration form upon its submission. Memberships are valid for one Market season only. The membership period begins at the annual meeting and continues through the next annual meeting.

FEES: The Board of Directors shall determine the annual membership fee and stall fees.

RETRACTION OF MEMBERSHIP: Membership in the Market, is not a right but a privilege. And may be retracted by the Market Manager at any time for violation of these by-laws or the Market Guidelines. A member may appeal retraction of membership to the Board of Directors in writing no later than seven (7) days after retraction. The Board may call a special meeting to allow the member to present his or her case no later than seven (7) days after the written appeal is received. The Board may affirm or overturn the Market Manager's decision. If the retraction is upheld, the member will not receive a refund.

VENDOR STATUS A vendor is defined as any member or members of the vendor's immediate family to include spouse, siblings, children, parents or grandparents, offering for sale articles such as fruits, honey, vegetables, edible grains, nuts, berries, plants and flowers and related agricultural products which have been raised, grown, made by the vendor, or members family.

***As an example, you cannot sell for your friends or neighbors. This is strongly prohibited. And will be cause for removal from the Market**

No member shall become a vendor until they have paid their annual membership fee and the applicable stall fee.

VOTING: All members who participate in at least fifty percent (50%) Market Saturdays during the previous Market season shall be eligible to vote on matters brought forth by the Board of Directors.

INSURANCE: The Market provides general liability coverage for the Market. Copies of the Certificate of Insurance are available upon request.

SECTION 4

THE BOARD OF DIRECTORS

NUMBER: The number of Directors to constitute the Board of Directors for any given year shall not be less than five (5) and shall not exceed seven (7).



TERMS: Director's appointments shall remain until replaced by a simple majority of the Board of Directors. Directors may serve as long as there are no problems or need for change.

APPOINTMENT: The Board of Directors will appoint new members to the board by a simple majority vote of the Board.

REMOVAL: A Director shall be removed only for cause by a simple majority vote of the Directors then serving. The Director in question does not get to vote. In case of a tie the Assistant Manager will break the tie. Each Director, including the Director in question, shall receive written notice of the meeting in which such action will be considered postmarked not less than ten (10) days prior to the meeting.

VACANCY: In the event of the death, incapacity, resignation, or removal of a Director, the Board of Directors shall appoint a replacement Director by a simple majority vote. A list of potential candidates for Directorship shall be compiled and presented to the Board by the Chairperson.

FUNCTIONS OF BOD: The fund raising, strategic planning, and exclusive control of the property and policy of the Market is vested in the Board of Directors.

In addition, the Board of Directors is responsible for fulfilling other duties granted to it under the Articles of Incorporation, these by-laws, or the Market Guidelines.

COMPENSATION: No member of the Board of Directors, or any officer of the Board of Directors, shall receive any salary or compensation for their service.

MEETING(s): The Board of Directors shall meet at the discretion of the Chairperson. One meeting must precede the annual meeting of the membership. The Board Chairperson or a majority of the Board may call meetings of the Board from time to time as necessary throughout the year. Notification of any Board meetings will be provided to all Directors.

PROCEDURE: All meetings of the Board of Directors shall be governed by Robert's Rules of Order. The Board may vote to suspend the rules at any meeting if deemed appropriate and expeditious to do so.

QUORUM: A simple majority of the Directors then elected and serving shall constitute a quorum for transaction of business.



VOTING: At all meetings of the Board of Directors, all matters shall be determined by a majority of the Directors present and voting except in matters in which the affirmative number of Directors greater than a majority of those present and voting shall be required by applicable Kansas Statute, or by these by-laws. No Director shall be permitted to vote by proxy.

INSURANCE: The Market shall provide general liability insurance coverage for the Market. Directors shall be immune from liability pursuant to K.S.A. 60-3601, and amendments thereto as it shall be amended from time to time.

SECTION 5

THE OFFICERS

PERSONNEL: The Officers of this organization shall consist of a Chairperson, Secretary and Treasurer. All Officers must be Directors.

ELECTION: Officers shall be elected by the Board of Directors.

CHAIRPERSON: The Chairperson shall preside at all meetings of the Directors and shall have general charge and control over the affairs of the organization under the direction of the Board of Directors. The Chairperson shall keep the Board fully informed and shall freely consult it concerning the business of the corporation. The Chairperson may sign and execute all contracts, checks or other obligations in the name of the organization at the direction of the Board. The Chairperson may if time is of the essence and a meeting may not be called, get approval to act from the Board by telephone or email.

TREASURER: The Treasurer shall oversee all the funds of the Market. The treasurer shall prepare the Market's financial statements and advise the Board of Directors as the Market's finances. The Board of Directors may authorize the Market Manager to write checks and two (2) names will be required on the signature card at the bank.

RECORD KEEPING: The Board of Directors will designate a secretary to keep records of meetings.

SECTION 6

THE MARKET MANAGER



DUTIES: The Market Manager will assist the Board of Directors in drafting, developing, and updating the Market Guidelines prior to the annual meeting of the membership. The Market Manager shall be responsible for enforcing these by-laws and the Market Guidelines. The Market Manager shall provide each member with a copy of these by-laws and the Market Guidelines. The Market Manager shall accept or reject membership applications. The Market Manager shall collect membership fees and stall fees.

The Market Manager shall keep records of member's attendance at meetings and on Saturdays during the Market season. In addition, the Market Manager is responsible for performing all other duties assigned in these by-laws, in the Market Guidelines or by the Board of Directors.

AUTHORITY: The Market Manager shall have the authority to make decisions for the Market on Saturdays during the Market season. This authority includes, but is not limited to, assigning stalls to vendors, and settling disputes, conflicts or problems that may arise. The Market Manager is expected to use this authority in the best interests of the Market.

A decision by the Market Manager that is deemed unacceptable by a vendor may be appealed to the Board of Director in writing no later than seven (7) days following the decision. The Board of Directors may take up the appeal and may call a special meeting of the Board to allow both sides to present their case no later than seven (7) days after receiving the written appeal. The Board may then make a final determination on the matter. Should the Board not choose to take up the appeal the Market Manager's decision will be final.

COMPENSATION: The Market Manager shall be paid a monthly salary set by the Board of Directors at the beginning of each Market season.

SECTION 7

THE ASSISTANT MANAGER

Employment: An Assistant Manager will be hired annually by the Board of Directors.

DUTIES: The Assistant Manager will be asked by The Market Manager to help with operations of the Market on Saturdays and during the Market season.

COMPENSATION: The Assistant Manager shall be paid a monthly salary set by the Board of Directors beginning on the first Market of the season.



POWERS: The Assistant Manager shall serve as an ex-officio and non-voting Board member except in the removal of a board member and shall present information to the Board of Directors at their request.

SECTION 8

STALLS AND STALL FEES

STALLS: Stalls may be set up only in designated areas. The Market Manager shall assign a stall to each vendor. No vendor, unless prepaid, shall set up in a stall without receiving a designated stall from the Market Manager. The Market Guidelines shall set forth the Market's rules and guidelines concerning the size of a stall, when stalls may be set up, how stalls may be set up, and what can be displayed in a stall.

STALL FEES: The Board of Directors shall determine the weekly stall fee at its annual meeting. The Board of Directors shall also determine the stall fee of additional stalls purchased by the same member on the same Saturday at its annual meeting. The Board of Directors shall determine prepayment plans at the annual meeting. Fees are due by the annual meeting of the membership or no later than the first time a vendor attends the Market. The Market Manager will collect such fees.

The Market Guidelines shall list current stall fees, prices per additional stall/s, and prepayment options and these fees will be reported to the membership at the annual meeting of the membership.

SECTION 9

GOODS YOU CAN SALE

WHAT MAY BE SOLD: All produce, products and other goods offered for sale must comply with applicable state laws and regulations. The Market Guidelines shall set forth the Market's current rules for what products may be sold at the Market.

HOW PRODUCE, PRODUCTS, AND OTHER GOODS MAY BE SOLD: All sales must comply with applicable state laws and regulations. The Market Guidelines shall set forth the Market's current rules and guidelines on how goods should be Marketed, quantified, priced, advertised, and sold.



SALES TAX: Each vendor will be individually responsible for assessing appropriate State and local sales tax on the total purchase by each consumer. Collection of Kansas State Sales Tax is the responsibility of each vendor, and the Market will not be responsible for such collections. For information on sales tax, members should contact the Kansas Department Revenue, Sales Tax Division.

HEALTH AND SANITATION REQUIREMENTS: All produce, products, and goods sold at the Market must comply with State laws and regulations relating to health and sanitation. The Market Guidelines shall set forth the Market's current rules concerning health and sanitation issues.

SECTION 10

MARKET SCHEDULE

MEETING(s): The Board of Directors shall hold an annual meeting at least one month prior to the beginning of the Market season to elect Directors, hire employees, and approve the Market Guidelines.

The Board of Directors shall call an annual meeting of the membership approximately one month prior to the beginning of the Market season.

The Board of Directors may call special meetings of the Board or membership from time to time as necessary to discuss the business of the Market.

MARKET SCHEDULE: The Market Guidelines shall set forth the Market's current rules and guidelines concerning the times and dates the Market opens and closes, when vendors shall arrive and set up, and all other schedule information.

SECTION 11

HOW WE SETTLE COMPLAINTS AND DISAGREEMENTS

PROCEDURE: Any complaints, disagreements, or concerns arising between vendors or between vendors and consumers should try to be resolved by the parties involved.

If the parties cannot come to satisfactory resolution, the parties may take their complaints, disagreements, or concerns to the Market Manager. By submitting the Market "I have a complaint" form listed below. There is a \$25. filing fee. This fee is returned to the challenger if the claim is verified. Please submit this form on the Market Day or within a week of the Market during which the alleged violation



occurred. The Market Manager shall resolve the complaint, disagreement, or problem to the best of their ability. The parties to the complaint shall abide by the Market Manager's ruling.

A decision by the Market Manager that is deemed unacceptable by a vendor may be appealed to the Board of Directors in writing no later than seven (7) days. The Board of Directors may take up the appeal and may call a special meeting of the Board to allow both sides to present their case no later than seven (7) days after receipt of the written appeal. The Board may then make a final determination on the matter. Should the Board not choose to take up the appeal, the Market Manager's decision will be final, and the parties shall abide by the result

SECTION 12

OUR MARKET GUIDELINES

ADOPTION: The Board of Directors shall approve the Market Guidelines prior to the Market season opening.

REQUIREMENTS: The Market Guidelines shall:

- a) include the name of the Market Manager, Assistant Market Manager and Board of Directors.
- b) state which Directors are serving as the Chairperson, Treasurer, and Secretary.
- c) state vendor general conduct
- d) particular vendor requirements
- e) the annual membership fees
- f) the stall fee, prices per additional stall/s, and prepayment options.
- g) current rules and guidelines concerning the size of stalls, when stalls may be set up, how stalls may be set up and what can be displayed in the stalls.
- h) what products may be sold at the Market and shall also set forth
- i) current rules and guidelines concerning health and sanitation,
- j) the times the Market opens and closes, when vendors should arrive and set up, and all other schedule information.

COMPLIANCE: The Market Manager along with the Board of Directors will ensure compliance to the provisions of the Market Guidelines.

VIOLATION(s): Violation/s of the Market Guidelines shall be grounds for revocation of membership.

MARKET GUIDELINES CHANGES: Changes may be made to the Market Guidelines throughout the season as deemed appropriate and approved by a majority vote of the Board of Directors.



SECTION 13

HOW WE MAKE AMENDMENTS TO THE BY-LAWS

All proposed amendments must be approved by an affirmative vote of a simple majority of the Directors then elected and serving on the Board of Directors at any regular or special meeting of the Board, provided the proposed amendment be presented in writing one month prior to each Director.



Farmers Market



Approved by Board of Directors

Mary Tyler 3/14/22
Mary Tyler – Chairperson Date

P Bailey 3/13/22
Peggy Bailey – Secretary Date

David Powelson 3/17/22
David Powelson – Treasurer Date

Tad Tyler 3/14/22
Tad Tyler - Board Member Date

K Copeland 3-17-22
Kim Copeland - Board Member Date

Farmers Market



Breadbasket Farmers Market Inc

"I have a complaint" Form

(A \$25 Fee must be attached per Market by-laws)

Submitted by Name: _____

Date _____

Submitted by Business: _____

Email: _____ Phone: _____

Vendor you're complaining about:

Please describe the issue in detail. Please include the time and date:

Submitters

Signature _____ Date _____

—

Received by Name _____ Date _____

Received _____

Comments: _____

Farmers Market



Breadbasket Farmers Market Inc. adopts the following tobacco-free policy:

1. The purpose of this policy is to establish a tobacco-free environment for Breadbasket Farmers Market events organized, operated, or owned by Breadbasket Farmers Market.

2. Definitions: Whenever the following words are used in policy, they will be understood to mean:

- (a) Event: Any organized activity that is sponsored or operated either totally or in part by Breadbasket Farmers Market. The definition includes activities related to the scheduled event itself as well as event set up and take down.
- (b) Event site the entire physical area in which an event is being staged and over which Breadbasket Farmers Market and over which it has control or responsibility. The event site includes all open, semi open, and enclosed spaces and structures, including for example parking lots, vendor booths, dining areas and performance stages.
- (c) Tobacco: Any substance containing tobacco leaf, including but not limited to cigarettes, cigars, pipe tobacco, snuff, chewing tobacco, dipping tobacco, electronic delivery devices (vaping) or any other preparation of tobacco products.

3. Tobacco-free event policy and procedures

Breadbasket Farmers Market wants to provide everyone who attend or work at the event with a healthy and safe environment. Tobacco use is counterproductive to this goal.

In order to safeguard the health, safety, and general welfare of everyone present at an event Breadbasket Farmers Market adopts the following policy and procedures:

No Tobacco use at events: Breadbasket Farmers Market will not allow tobacco to be used during an event. This policy always applies during the event and to everyone, including. All Breadbasket Farmers Market board members, employees, volunteers and agents.

- (a) Event exhibitors and their employees, volunteers or agents:
- (b) Independent contractors working the event site:
- (c) Event facility staff and employees:
- (d) Event performers, participants or contributors and all event attendees.

4. Policy Communication: Breadbasket Farmers Market will communicate its tobacco-free event policy as widely as possible.

5. Event signage: Breadbasket Farmers Market will make sure that easy to read posters or signs are posted prominently at the event. The signage will state this is a tobacco free event.

6. Policy effective date: This tobacco free event policy effective as of April 1st 2022 and applies to all event on or after this date.

Farmers Market