

# North Bay Farmers' Market Constitution

## **1. Name**

The name of our organization is North Bay Farmers' Market; hereinafter referred to as the "Market" or the "NBFM".

## **2. Our Vision Statement**

To build a stronger, healthier community by connecting people to nutritious food and providing access to local arts and culture

## **3. Our Mission Statement**

The North Bay Farmers' Market's mission is to build a stronger, healthier community by increasing access to local fresh food, promoting sustainability, preserving our farming history & culture, safeguard farmland & rural livelihoods, and supporting local arts, music, and culture.

## **4. Membership**

1. A member is a vendor who has paid their membership fees and participates in the following activities: farming, baking, crafting.
2. The majority of vendors (at least 51%) must be producers of primary agricultural products (i.e. vegetables, plants, honey, etc.).
3. All members will be invited to a minimum of 2 meetings per year; in the fall an Annual General Meeting, and a second meeting in the spring, prior to the opening of our summer market. Members will be given a minimum of 30 days notice for each of these meetings. Other meetings may be called, at the discretion of the Board, and based on need.
4. The NBFM will maintain a membership with "Farmers' Markets Ontario".
5. All qualifying Producer members must be "My Pick"; this is mandatory to qualify for continued membership in our Market, while the program exists.
6. All vendors must apply annually for membership on an approved vendor membership application form and include the required payment and health unit approvals etc. that are specified on the application.
7. The Board may approve or refuse to approve any application for membership in any Market at their discretion and shall not be obliged to give, nor shall any applicant be entitled to receive, reasons for the refusal.

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8. All members in good standing have first consideration in renewal of their membership (Summer to the following Summer, or Winter to the following Winter) assuming they make their payments and submit their health forms etc on time. The executive will not move a member from their existing spot at that Market, unless necessary, without the consent of the member.
9. All other applications will be approved or declined by the executive. If an application does not meet our mission statement, rules or our market composition it will be returned to the applicant with their payment.
10. Membership is a privilege. All members, their staff, and contractors must follow the rules and regulations of our market. All members are expected to participate by volunteering their time as needed.
11. All members are to be treated as equal partners by the NBFM Board and the Market Manager.

## **5. Intrinsic Value**

A vendor with a minimum of 5 years seasonal membership (who is also in good standing) in their spot at the Market has an intrinsic value and when/if they sell their business. The purchaser of the said business is able to continue to occupy the spot at the market provided they apply and receive board approval. They will be subject to a 1-year probation and said member must follow the Rules & Regulations of our market.

## **6. "Good Standing"**

1. Members that follow all of the Market Rules & Regulations and pay all dues on time are considered to be Members in good standing.
2. Members must operate their business in a professional manner. Being subject to multiple infractions would constitute not being in good standing. Their guarantee of renewal of their membership would be up to the Board or they may be subject to dismissal without receiving a refund of fees paid.

## **7. Member Responsibility**

1. All members, as previously stated, are equal and will be treated as such by the market manager and executive. The NBFM is made up of individuals who collectively comprise the Market, and are expected to be involved with Market activities, including:
  - a) Attending annual meetings and vote
  - b) Participating on committees and/or the Board,

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- c) Assisting, if/when able, with the setup and takedown of the market
  - d) Ensuring their spot is clean after each market
  - e) Acting professionally and act in accordance with the code of conduct, and market rules and regulations
  - f) Supporting the Board, and other Members, positively and in a spirit of cooperation and goodwill, reflecting the Markets Vision and Mission Statements as stated above.
2. If a Member is not participating or adhering to the expectations outlined above the Board has the authority to deem that to be no longer a Member in good standing.
  3. If a Member is found to be in non-compliance with the Code of Conduct, the Board has the authority to deem that Member to be no longer a Member in good standing, and their continued membership in the NBFM can be terminated, or not renewed, and they lose their voting rights.

## **8. Meetings**

1. As stated, the Board will hold an AGM with all, and only, Members in good standing invited, as soon as practical, following the end of the Fiscal Year.
2. The AGM will encourage questions/comments from the vendors in areas of concern or suggestions for improvement.
3. The renewal of our Market Executives ("Board" - see 10.1 below) will take place at the fall AGM.
4. A spring meeting will be held prior to the start of the summer market season. Information will be made available to prospective new vendors and renewing Members with regards our Constitution, Rules and Regulations, the fee structures, Health Department changes, etc. Copies of our application and rules etc. will be made available at this meeting. A question and answer period with the Market Board will follow these presentations.

## **9. Voting**

1. Elections take place annually at the AGM. In order to occur quorum needs to be achieved. Quorum = 30% of Seasonal Members, in good standing, plus one. Vendor Members not able to attend may delegate their vote by proxy to either a Board Member, or another Member in good standing. Forms will be provided.
2. All paid Members in good standing are allowed 1 (one) vote per membership/business at the AGM, on other motions proposed during the AGM.

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3. The process for voting a new Executive/Board member is as follows:

- The board will request nominations.
- Nominations will be accepted verbally from Members.
- Nominees will be given the option to stand and accept the nomination.
- Once all nominees are named an election will take place.
- All Members who remain in good standing will receive a ballot.
- Votes will be submitted by ballot, accepted and counted.
- Any comments on a ballot will void said ballot.
- The results will be tallied by a group including the Secretary, one Board Member and 1 vendor Member, and the results immediately announced.

## **10. Market Executive**

1. There must be a minimum of 5 to a maximum of 7 elected representatives, and will comprise the "Board". Ideally, the Chairperson should be promoted from a previous board position, or have a minimum 1-year experience on the Board (previously), and must be a "Producer" (by definition).
2. All tied votes by the Executive will be decided by the Chairperson who should only vote to break the tie.
3. The Board should have meetings throughout the year (as needed) minimum of 3. The roles of each member of the Executive should be decided at the AGM or as soon as is possible. The first meeting of the Executive should take place within 1 month. Retiring executives should assist new board members during in transitioning into their roles.
4. The Board should have a quorum of 50% of Board members plus one present at all meetings including the Chair.
5. The Board will make decisions by a single majority vote, again the Chairperson will break any tied vote that may happen. The Executive will not change the North Bay Farmers' Market Constitution, without putting it to a vote by the members.
6. The Board may replace any Board Member who during their term is continually absent from Board meetings, or displays actions or attitudes that are not supportive or are deemed prejudice to other Board Members or to our vendors (i.e. not a team player). A majority vote of Board Members is required to replace a Board Member that is not performing the

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duties that they agreed to carry out. In this event, the Board is empowered to appoint another willing vendor (in good standing), to fill said vacancy.

7. The Board will provide all Members their chance to present their concerns or suggestions, within reason and in a timely manner.
8. The Board will review and update the Rules and Regulations of the Market on an ongoing basis. Again, major changes such as the Constitution will require a membership vendor vote at the AGM.

## **11. Duties of the Board**

1. The Board positions are as follows:

Chairperson ("Chair")  
Vice Chairperson ("Vice Chair")  
Treasurer  
Secretary  
Directors at Large

In addition, the Member who previously held the post of Chairperson, will be invited to be a Board Member, as Past Chairperson. The Past Chairperson will be invited to attend Board Meetings, with anticipated benefits of their experience, insight and knowledge, This is not a voting position.

2. The Chair will preside over meetings and prepare an agenda. This agenda should be sent out prior to meeting (if possible) to all parties of the meeting.
3. The Chair will cast the deciding vote on all tied or controversial items, to the limits of the Executive authority.
4. In the absence of the Chairperson, the Vice Chair will handle these duties.
5. The Vice Chair will assume the responsibilities of the Chair in their absence.
6. The Secretary records minutes, keeps records up to date, and types documents as needed. Our Secretary is entitled to a vote.
7. The Treasurer is responsible for the day to day handling of financials and will present their report at the AGM meeting with members present.
8. For more detailed descriptions of each of the Board posts, refer "Powers and Duties of Officers"

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## **12. Finances**

- The fiscal year of the Market begins on November 1st and ends on October 31st.
- All income received will be deposited to the North Bay Farmers' Market account or at our financial institution.
- 2 signing Board officers are required to disperse any funds from this account; these officers will be chosen from the Market Board by the Chairperson.

## **13. The Constitution**

This NBFM Constitution can only be amended by a majority vote at the AGM by Members in attendance. Major changes proposed will be provided in writing to all Members in good standing a minimum of 10 days prior to said meeting.