



Bylaws

Urban Harvest Preamble:

The objective of the Urban Harvest shall be to provide the Bismarck/Mandan area with an open-air market that enables local residents to shop for fresh, regionally grown produce and other food products, and to support and enjoy local artisans, crafters, and entertainers. This organization will also provide information and support to encourage community spirit and involvement with an emphasis on supporting the local economy.

Article I. Name

The name of the corporation shall be Urban Harvest.

Article II. Election Procedures

Elections of the Board will be held at annual meetings. There will be one vote per paid membership.

Officers will be elected by majority vote of the Board of Directors for two-year terms.

If a vacancy appears on the Board of Directors, the remaining Directors shall fill the vacancy by appointment until the next annual meeting, at which time membership and Directors together shall elect someone to fill the position.

Article III. Board of Directors and Officers

The Board of Directors shall consist of nine (9) members. Officers shall be elected in accordance with Article II, and shall consist of a President, Vice-President, Secretary, and Treasurer. In addition, between one and three Associate Directors shall be appointed by the Officers, and shall be ex-officio members of the Board of Directors. Directors shall serve one-year terms. Officers shall serve two-year terms.

Article IV. Roles and Duties of Board of Directors and Officers

The Board of Directors of Urban Harvest will be a working board, and will be expected to contribute to the week-to-week operation of Urban Harvest, and will help in all administrative, practical and policy work required for the successful operation of the market. Further, the Board of Directors shall set the policies of the organization. This must include deciding on the rules, location, hours of operation, dues and/or fee structure, and membership requirements and enforcement. Directors must be members of Urban Harvest.

President: The President shall preside over all meetings and oversee the management, organization, and execution of the business of the market.

Vice-President: The Vice-President shall perform the duties in the President's absence.

Secretary: The Secretary shall record the minutes of all proceedings of the Urban Harvest and provide them for approval at regular meetings of the Board of Directors.

Treasurer: The Treasurer shall perform all duties pertaining to the Office of Treasurer such as creation of budgets and general accounting duties, and shall present a report at regular meetings of the Board of Directors, and a complete statement of the financial affairs of the organization at the annual meeting.

Associate Directors: The Associate Directors shall perform all duties necessary for operation of the Urban Harvest market, including but not limited to providing, accepting, reviewing and approving vendor applications, procurement of entertainment and vendors for the market, marketing and advertising for the market, and any other duties necessary for the weekly operation of the market during season. Further, the Associate Directors shall perform all other tasks necessary to corporate compliance, compliance with local, state and federal laws, and any duties necessary to the regular operation of the market. These duties may be delegated by the Officers to create Committees or other persons and entities at their discretion.

Article V. Committees

The Officers may appoint committees from the membership to work on projects that are in the best interest of the organization and its members. The Officers shall determine the number of members on each committee and the function and duties of said committee.

Article VI. Meetings

Urban Harvest shall meet at least annually to discuss business and to hold elections. The regular annual meeting shall be held in November of each year, or at such other time and place as determined by the Board of Directors. Notice of the annual meeting shall be given at least five days before the meeting.

Special meetings may be called as deemed necessary by the Board of Directors. The notice for a special meeting will contain a statement of the purposes of the meeting, as well as the date, time and place of the meeting. The business transacted at the special meeting will be limited to the purposes listed in the notice. Notice for a special meeting must be given at least five days before the date of the meeting, and members may waive the notice requirements in writing or in person at the special meeting.

A list of current voting members shall be made available upon request of any member or member's agent.

Article VII. Amendments

These bylaws may be amended by a majority vote of the Board at any annual or special meeting provided the contents of the proposed changes are included in the notice of the meeting.

**Urban Harvest Bylaws created 05-13-05
Amended 12-10-09**