
WEBB CITY FARMERS' MARKET, INC.
A MISSOURI NOT-FOR-PROFIT CORPORATION

BY-LAWS

ARTICLE I

Name and Location

The name of the Corporation shall be Webb City Farmers' Market, Inc., a Missouri Not-for-Profit Corporation.

Its principal office shall be located in Webb City, Jasper County, Missouri.

The registered agent of the Corporation, required by the General Not-for Profit Corporation Law of Missouri to be maintained in the State of Missouri, and the address of the registered agent, may be changed from time to time by the Board of Directors.

ARTICLE II

Purpose

Webb City Farmers Market is organized exclusively for charitable and educational purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code or the corresponding section of any future United States Internal Revenue law.

ARTICLE III

Members

Section 1. Classes of Members. Membership in the corporation shall be open to all persons or for profit or not-for-profit entities as follows, to-wit:

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The Webb City Farmers' Market,
Inc. EIN 27-0124618

Voting Members – A voting member shall be a Produce Vendor or Value-Added Vendor who has sold at the Webb City Farmers' Market at least sixteen (16) separate market days during the preceding calendar year and Community Volunteer Members.

Non-Voting Members – A non-voting member shall be a Produce Vendor, or Value-Added Vendor, who has sold at the Webb City Farmers' Market at least ten (10) separate market days, but less than sixteen (16) separate market days, during the preceding calendar year, and any Other Vendor who has sold at the Webb City Farmers' Market at least sixteen (16) separate market days during the preceding calendar year.

Section 5. Meetings. The annual meeting of the Members shall occur at 6:30 p.m., on the 3rd Monday of each February of each year at the Webb City Public Library, Webb City, Missouri. The annual meeting of the Directors shall occur immediately before or immediately after the annual meeting of the Members. Additional regular meetings or special meetings of the members may occur in the same manner as for a regular or special meeting of the Board of Directors.

ARTICLE IV

Directors

Section 1. Powers and Term of Office: The Board of Directors shall be in charge of the business and manage the affairs of the Corporation. Each Director shall hold office from election to and until the expiration of the term of such Director, or until such Director's successor is duly designated and qualified.

Section 2. Board of Directors: The Board of Directors shall be composed of the

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selected or elected as follows, to-wit:

- a. For each Produce Vendor or Value Added Vendor Director - by vote of the Members eligible to vote occurring at the annual meeting of the Members.
- b. City Director - by vote of the Produce Vendor and Value Added Vendor Directors occurring at the annual meeting of the Directors.
- c. Community Citizen Directors - by Vote of the Produce Vendor and Value Added Vendor Directors occurring at the annual meeting of the Directors.

Section 7. Resignation of Directors: Any Director of the Corporation may resign at any time upon filing a resignation in writing with the Secretary of the Corporation. Such resignation shall state the date it shall become effective but, unless sooner accepted by the Board of Directors, shall not become effective sooner than fifteen (15) days after the same is filed with the Secretary of the Corporation. Any such resignation shall result in a vacancy on the Board of Directors which shall be filled in accordance with this Article III Section 9. below.

Section 8. Removal of Directors: Any Director of this Corporation may be removed without cause by two-thirds (2/3) vote of the Directors then in office. Any such removal shall result in a vacancy on the Board of Directors, which shall be filled in accordance with this Article III Section 9. below.

Section 9. Vacancy: Whenever, for any reason, there is a vacancy on the Board of Directors of the Corporation, the remaining Directors shall elect a replacement Director for any such vacancy from the same membership classification as that of the Director serving in such capacity previously, who shall then serve until the next annual meeting of the members.

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any place either within or without the State of Missouri, such meeting shall be valid, without call or notice, and any corporate action may be taken.

Section 15. Informal Action by Directors: Any action required to be taken at a meeting of the Directors may be taken without an actual meeting if a consent in writing, setting forth the action so taken shall be signed by all Directors of the Corporation

Section 16. Manner of Acting: The act of the majority of the Directors in attendance, a quorum then being present, taken in any meeting of the Board of Directors shall be the act of the Board of Directors.

Section 17. Vote of Directors: Each Director shall be entitled to one vote upon each matter submitted to a vote of the Board of Directors. No Director shall be qualified to vote upon any matter concerning such Director's removal or qualification to serve as a Director or an officer.

Section 18. Compensation: Directors, as such, shall not receive any compensation for their services provided however, that the reasonable and necessary expenses incurred by a Director in behalf of the corporation may be reimbursable. Nothing herein contained shall be construed to preclude any Director from serving the corporation in any other capacity and receiving compensation therefor.

ARTICLE V

Officers

Section 1. Number: The officers of the Corporation shall be a President and Secretary, and such other officers as may be authorized by the Board of Directors. Officers shall be selected from the members of the Board of Director of the Corporation.

All officers and agents of the Corporation, as between themselves and the Corporation, shall have such authority and perform such duties in the management of

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and every other duty as may be prescribed by the Board of Directors from time to time. The President may call a special meeting of the Directors or Members at any time.

Section 6. Vice President: The Vice President shall assist the President in the fulfillment of the latter's duties and act on behalf of the President in the event of the latter's absence.

Section 7. Secretary-Treasurer: The Secretary - Treasurer shall: (a) keep the minutes of all meetings in one or more books provided for that purpose; (b) see that all notices are duly given in accordance with these By-laws or as required by law; (c) be custodian of the corporate records of the Corporation; (d) keep a register of the post office address of each Director; and (e) in general, perform all duties incident of the office of Secretary , and shall be the chief financial officer of the organization, (f) make regular financial reports to the Executive Board, (g) keep an account of all money received by the organization and deposit the same in the bank designated by the Executive Board, (h) pay all bills as approved by the Executive Board, and (i) perform such other duties as the Executive Board may from time to time prescribe. The Secretary - Treasurer will also assume responsibility of membership and will collect all dues, maintain a current list of paid members, and regularly inform the Directors of the status of the membership, prepare an annual report for the annual meeting and shall keep complete organizational accounts certifying the accuracy of all requests for expenditures of funds, and preparing necessary reports of income and expenses. The Secretary - Treasurer shall perform such other duties as from time to time may be assigned to the Secretary by the President or Board of Directors.

Section 8. Salaries: No officer shall receive any salary or compensation for the services rendered as such to the Corporation.

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Section 3. Loans: No loans shall be contracted on behalf of the Corporation and no evidences of indebtedness shall be issued in its name.

Section 4. Deposits: All funds of the Corporation not otherwise employed shall be deposited by the Market Manager designated by the Board of Directors from time to time to the credit of the Corporation in such banks, trust companies or other depositories as the Board of Directors may select.

Section 5. Gifts: The Board of Directors may accept on behalf of the Corporation any contribution, gift, bequest or devise for any purpose of the Corporation.

ARTICLE VIII

Books and Records

The Corporation shall keep correct and complete books and records of account and shall also keep minutes of the proceedings of the Board of Directors and any committees having and exercising any of the authority of the Board of Directors, and shall keep at a location for the Corporation records giving the names and addresses of the Board of Directors. All books and records of the Corporation may be inspected by any Director, for any proper purpose, at any reasonable time.

ARTICLE IX

Seal

There shall be no corporate seal.

ARTICLE X

Fiscal Year

The fiscal year of the corporation shall begin on the 1st day of January in each

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carry on any other activities not permitted to be carried on (1) by a Corporation exempt from Federal Income tax under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a Corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code or the corresponding section of any future federal tax code.

ARTICLE XIII

Waiver of Notice

Whenever any notice is required to be given under the provisions of applicable sections of the Missouri Statutes or under the provisions of the articles of incorporation or the by-laws of the corporation, a waiver thereof in writing signed by the person or persons entitled to such notice, whether before or after the time stated therein, shall be deemed equivalent to the giving of such notice.

ARTICLE XIV

Amendments

These by-laws may be altered, amended or repealed and new by-laws may be adopted by a majority of all then serving Directors at any meeting specifically called for this purpose, if written notice is given, in accordance with Article III Section 13., of intention to alter, amend or repeal or to adopt new by-laws at such meeting.

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Conflict of Interest Policy – Webb City Farmers Market, Inc. adopted 1/31/08

Article I

Purpose

The purpose of the conflict of interest policy is to protect the interest of the Webb City Farmers' Market, Inc., hereinafter called the Organization, when it is contemplating entering into a transaction or arrangement that might benefit the private interest of an officer or director of the Organization or might result in a possible excess benefit transaction. This policy is intended to supplement but not replace any applicable state and federal laws governing conflict of interest applicable to nonprofit and charitable organizations.

Article II

Definitions

1. Interested Person

Any director, principal officer, or member of a committee with governing board delegated powers, who has a direct or indirect financial interest, as defined below, is an interested person.

2. Financial Interest

A person has a financial interest if the person has, directly or indirectly, through business, investment, or family:

- a. An ownership or investment interest in any entity with which the Organization has a transaction or arrangement,
- b. A compensation arrangement with the Organization or with any entity or individual with which the Organization has a transaction or arrangement, or
- c. A potential ownership or investment interest in, or compensation arrangement with, any entity or individual with which the Organization is negotiating a transaction or arrangement.

Compensation includes direct and indirect remuneration as well as gifts or favors that are not insubstantial.

A financial interest is not necessarily a conflict of interest. Under Article III, Section 2, a person who has a financial interest may have a conflict of interest only if the appropriate governing board or committee decides that a conflict of interest exists.

Article III

Procedures

1. Duty to Disclose

In connection with any actual or possible conflict of interest, an interested person must disclose the existence of the financial interest and be given the opportunity to disclose all material facts to the directors and members of committees with governing board delegated powers considering the proposed transaction or arrangement.

2. Determining Whether a Conflict of Interest Exists

After disclosure of the financial interest and all material facts, and after any discussion with the interested person, he/she shall leave the governing board or committee meeting while the determination of a conflict of interest is discussed and voted upon. The remaining board or committee members shall decide if a conflict of interest exists.

3. Procedures for Addressing the Conflict of Interest

- a. An interested person may make a presentation at the governing board or committee meeting, but after the presentation, he/she shall leave the meeting during the discussion of, and the vote on, the transaction or arrangement involving the possible conflict of interest.
- b. The chairperson of the governing board or committee shall, if appropriate, appoint a disinterested person or committee to investigate alternatives to the proposed transaction or arrangement.
- c. After exercising due diligence, the governing board or committee shall determine whether the Organization can obtain with reasonable efforts a more advantageous transaction or arrangement from a person or entity that would not give rise to a conflict of interest.
- d. If a more advantageous transaction or arrangement is not reasonably possible under circumstances not producing a conflict of interest, the governing board or committee shall determine by a majority vote of the disinterested directors whether the transaction or arrangement is in the Organization's best interest, for its own benefit, and whether it is fair and reasonable. In conformity with the above determination it shall make its decision as to whether to enter into the transaction or arrangement.

4. Violations of the Conflicts of Interest Policy

- a. If the governing board or committee has reasonable cause to believe a member has failed to disclose actual or possible conflicts of interest, it shall inform the member of the basis for such belief and afford the member an opportunity to explain the alleged failure

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to disclose.

b. If, after hearing the member's response and after making further investigation as warranted by the circumstances, the governing board or committee determines the member has failed to disclose an actual or possible conflict of interest, it shall take appropriate disciplinary and corrective action.

Article IV

Records of Proceedings

The minutes of the governing board and all committees with board delegated powers shall contain:

- a. The names of the persons who disclosed or otherwise were found to have a financial interest in connection with an actual or possible conflict of interest, the nature of the financial interest, any action taken to determine whether a conflict of interest was present, and the governing board's or committee's decision as to whether a conflict of interest in fact existed.
- b. The names of the persons who were present for discussions and votes relating to the transaction or arrangement, the content of the discussion, including any alternatives to the proposed transaction or arrangement, and a record of any votes taken in connection with the proceedings.

Article V

Compensation

- a. A voting member of the governing board who receives compensation, directly or indirectly, from the Organization for services is precluded from voting on matters pertaining to that member's compensation.
- b. A voting member of any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from the Organization for services is precluded from voting on matters pertaining to that member's compensation.
- c. No voting member of the governing board or any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from the Organization, either individually or collectively, is prohibited from providing information to any committee regarding compensation.

Article VI

Annual Statements

Each director, principal officer and member of a committee with governing board delegated powers shall annually sign a statement which affirms such person:

- a. Has received a copy of the conflicts of interest policy,
- b. Has read and understands the policy,
- c. Has agreed to comply with the policy, and
- d. Understands the Organization is charitable and in order to maintain its federal tax exemption it must engage primarily in activities which accomplish one or more of its tax-exempt purposes.

Article VII

Periodic Reviews

To ensure the Organization operates in a manner consistent with charitable purposes and does not engage in activities that could jeopardize its tax-exempt status, periodic reviews shall be conducted. The periodic reviews shall, at a minimum, include the following subjects:

- a. Whether compensation arrangements and benefits are reasonable, based on competent survey information, and the result of arm's length bargaining.
- b. Whether partnerships, joint ventures, and arrangements with management organizations conform to the Organization's written policies, are properly recorded, reflect reasonable investment or payments for goods and services, further charitable purposes and do not result in inurement, impermissible private benefit or in an excess benefit transaction.

Article VIII

Use of Outside Experts

When conducting the periodic reviews as provided for in Article VII, the Organization may, but need not, use outside advisors. If outside experts are used, their use shall not relieve the governing board of its responsibility for ensuring periodic reviews are conducted.

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Part IV.

The Webb City Farmers Market, which centers around a seasonal producer-only twice-weekly – soon to be three-times weekly - farmers market, serves as a community building tool. Its goals are varied and include:

Supporting local non-profits –

- a. The market hosts Cooking for a Cause every Tuesday. This weekly cookout benefits different non-profits in the community. Market volunteers prepare the food in a kitchen certified by the health department. The market provides the tools and food. The non-profit provides the volunteers cooks and servers. A market volunteer supervises the meal to ensure that health department regulations are followed. The profit from the meal goes to the non-profit, with the market underwriting some expenses such as plates, napkins, etc. Many small non-profits have said that Cooking for a Cause is their biggest fundraiser of the year and they all appreciate the income and the publicity associated with it. Some of the many non-profits to participate include the Humane Society, Red Cross, Salvation Army, United Way, the Boys and Girls Club, the Girl Scouts, the Boy Scouts, as well as many local organizations supporting children, the schools, the parks and the arts.
- b. The market encourages local non-profits to have a table at the market to promote their activities. Many organizations have sold cookbooks, history books, booster club items, as well as had information tables to promote genealogy, the building of a new library, voter registration, etc. The market never charges non-profits for table space.
- c. Each year during the week of 4th of July, the market hosts its All-American market, which features benefits to support the local food and clothing pantry. The market recruits and organizes volunteers to run the very well-supported Cooking for a Cause and a mega-bake sale supported by more than 20 area churches. It is one of the pantry's biggest fundraisers of the year.

Supporting the preservation and presentation of traditional music –

The market hosts every Friday, and many Tuesdays, live traditional music. Underwritten in part by a grant from the Missouri Arts Council, a state agency, the market's program is the only venue in the community for live traditional music. The addition of a Saturday market in June and July is, in part, to allow traditional musicians who cannot take off during the work week to participate.

Building community by serving as a gathering place for the community:

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- a. The market serves a lunch at each market, which many in the community make a regular part of their week. Friends gather, family meet. The market is the site of birthday parties and family reunions. People traveling through arrange to meet family and friends at the central location of the market and the market is usually on the tour of special places that out-of-town guests must visit. The OATs bus makes a stop every Tuesday. Nursing homes and clubs come for outings. The local crochet club plans to teach crochet lessons at the Saturday markets. A wide variety of people claim the market as their own. The Chamber of Commerce says that when people think of good things about Webb City, they think of two things – the schools and the market.
- b. The market promotes community through a variety of activities, including festivals like the TomatoFest when area gardeners can enter their prize tomatoes into fun and serious contests and like Market Roots when the market celebrates the ethnic roots of our community and our produce.

Providing educational opportunities:

- a. The market sponsors and underwrites the Kids' Community Garden through which children learn about gardening and marketing their produce at the market. Market mentors provide in class instruction on growing and on-site guidance in the 50' x 50' garden developed by the market on school property.
 - b. The market hosts every child during first or second grade summer school as part of the school study on agriculture.
 - c. The market hosts the third and fourth graders during our fall festival with special learning activities.
 - d. The market hosts pumpkin painting for the Parents as Teachers program.
 - e. The market works with the first and second grade school in its Fall Hoe Down and host the school's annual scarecrow contest.
 - f. The market provides education opportunities to a wider audience
 - g. The market hosts many cooking demonstrations, with a special emphasis on Asian cooking because our customers want to use the many new Asian vegetables brought to market by our Hmong vendors.
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- h. The market hosts programs on nutrition and will be participating, at their request, in the Jasper Newton County Health Coalition's bi-annual emphasis on exercise and nutrition.
- i. The market is currently working to establish a senior citizens' garden with a local nursing home, allowing seniors to learn about gardening, enjoy the health benefits of outdoor exercise and fresh nutritional produce.
- j. The market sponsors workshops for growers and gardeners. Thus far, in 2008 the market has sponsored workshops on food safety, natural and chemical pest control, composting, and vegetable fertility. A final workshop is scheduled for March on Responsible Growing – Attracting and Protecting Pollinators and Growing, Gardening and Preserving Water Quality. Typically one half of the attendees are from the general public.
- k. The market sponsors a mentoring program, teaming experienced farmers with high school students wishing to learn more about agriculture. One young man who will undertake his fourth season at the market this year plans 1,000 tomato plants, 200 more than he grew last year. This feat is increased by the fact that he grows without chemicals.
- l. The market works with University of Missouri Extension to provide cooking and nutrition classes to WIC (Women, Infants & Children) participants.

Enhancing the economic opportunities of family farmers and small businesses, particularly immigrant, minorities and women.

- a. The market has worked closely with its Hmong growers, securing grant money for translation, workshops, on-site visits by Extension personnel and facilitating connections between them and state and federal agricultural resources, to improve their growing skills. Demonstration gardens are planned on four family farms to provide hands-on experience with locally appropriate growing techniques.
- b. The market has assisted its immigrant farmers in acquiring sales tax numbers, in keeping accurate business records and submitting records and payment of sales tax to the state, including driving them to the sales tax office and assisting with communication between farmer and state employee.

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- c. When market growers need assistance in researching government requirements, educational or grant opportunities or in writing grant applications, market volunteers assist. This is most often needed by the immigrant farmers, though other growers, including female growers, have been assisted on many occasions.
- d. The market facilitates the incubation of small value-added businesses. For example, the market made arrangements with two local non-profits to allow their kitchens to be used for small new businesses. The market worked with the health department to get the kitchens certified and met with the health department and the entrepreneurs to get the businesses certified. These businesses are small women-owned or minority-owned businesses. In exchange for use of the kitchens, the business-owners provide cleaning services to the kitchen owners. This activity fits well with the market's goal of improving economic opportunities for women and minorities, as well as improving community food security.
- e. The market provides a venue for growers and value-added businesses to sell their products and test new products with low overhead. It also provides an opportunity for gardeners, particularly the retired, to supplement their income through sales.

Increasing the food security of the community.

- a. Many of the market's growers had only small gardens or no garden at all before coming to the market. The opportunity to sell at the market has literally grown the region's ability to provide food to the community as growers double and triple the amount of land they have in cultivation and learn to farm more efficiently.
- b. Consumers have access to an increasing amount of fresh, local produce packed with nutrition.
- c. Low-income residents have increased access to fresh, local produce due to the market's pioneering acceptance of EBT (food stamps). The Webb City Farmers Market became the first market in the state to accept food stamps using a wireless point of sale device. The state of Missouri is now patterning the program after Webb City's to expand it to 19 other markets in the state.

Supplementing government services

Across the country, city and county government, local University Extension offices, even state departments of agriculture sponsor and manage farmers markets for the benefits of their citizens. Typically the parks departments of cities take on this task. The city of Webb City has no park department, nor

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resources or staff, to manage a market. Nor does the county or the state have such resources. The Webb City Farmers Market, Inc., provides the management and services required to provide our citizens with the benefits enjoyed by others without increasing the burden on governmental resources.

Part V

1. a. List the names, titles, and mailing addresses of all of your officers, directors, and trustees.

Alan Hughes director 6 South Pennsylvania, Webb City, MO 64870
no compensation

Dee Ogle director 24834 St Hwy 96, Webb City, MO 64870
no compensation

7a. Do you or will you purchase any goods, services, or assets from any of your officers, directors, trustees, highest compensated employees, or highest compensated independent contractors listed in lines 1a, 1b, or 1c?

The market occasionally purchases items from vendors at the market who may also be board members, particularly for use in the market's education program. For example, the market has ordered cookies from market bakers to give to visiting school children. One of the two bakers was at that time a member of the board. The purchase price was the standard price charged to market customers. The market has also purchased plants from market vendors, some of whom were board members, to give away to children or for the community gardens or the Hmong demonstration projects. The plants are purchased at below wholesale prices.

Part VIII

4a. Do you or will you undertake fundraising? If "Yes," check all the fundraising programs you do or will conduct.

The market makes grant applications to various governmental and foundations organizations to further its purpose. Successful applications have been made to:

Project for Public Spaces
The Missouri Arts Council
The Missouri Department of Agriculture

The market also seeks funding from individuals and businesses. Major donations (\$1,200 and less) have been received from:

Cardinal Scale Corporation

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Mid-Missouri Bank
Robert L. Nichols

6b Describe in full who benefits from your economic development activities and how the activities promote exempt purposes.

The market facilitates the incubation of small value-added businesses. For example, the market made arrangements with two local non-profits to allow their kitchens to be used for small new businesses. The market worked with the health department to get the kitchens certified and met with the health department and the entrepreneurs to get the businesses certified. These businesses are small women-owned or minority-owned businesses. In exchange for use of the kitchens, the business-owners provide cleaning services to the kitchen owners. This activity fits well with the market's goal of improving economic opportunities for women and minorities, as well as improving community food security.

The market also has a demonstration project with its Hmong growers to teach them locally appropriate growing techniques. This activity also fits with the market's goal of improving economic opportunities for women and minorities, as well as improving community food security.

7a. Do or will persons other than your employees or volunteers develop your facilities? If "Yes," describe each facility, the role of the developer, and any business or family relationship(s) between the developer and your officers, directors, or trustees

The City of Webb City owns the facility in which the farmers market is held, the R-7 school district owns the lands upon which the Kids' Community Garden is located and Foxberry Terrace, a local nursing home, owns the land upon which the Seniors Community Garden is located. The market provides all on-site management. There are no business or family relationships between the property owners and the officers, directors or trustees.

Part IX a.

1/1/08 – 12/31/08

23. Any expense not otherwise classified, such as program services

Supplies	500
Community gardens supplies/water	2,000
Community garden supervisor contract	1,000

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Grower education	500
Hmong demonstration project	4,000
City park pavilion improvements	4,000
Musicians	3,000
Dues	30
Cooking for a Cause	500
Cooking demonstrations, educational activities	500
Total	16,030

1/1/07 – 12/31/07

7. Any revenue not otherwise listed above or in lines 9–12 below

Welcome brochure ad income	500
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23. Any expense not otherwise classified, such as program services

Kids Community Garden – seeds, supplies, tilling	1,050
Business plan research – surveys, visiting other markets	574
Travel to PPS grant conference	1,536
Equipment purchase	3,964
Training for growers, including translator fees	3,471
Training for WIC parents/grandparents	200
EBT/debit/credit fees	400
Spanish language advertising	672
Supplies	2,040

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Postage	150
Musicians	3,498
Cooking demonstrations, educational event activities	652
Dues	75
Cooking for a Cause	1,050
Check printing charges	72
Miscellaneous other costs such as state fees to certify scales, annual registration, etc	50
Total	19,453

1/1/06 – 12/31/06

7. Any revenue not otherwise listed above or in lines 9–12 below

Welcome brochure ad income	700
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23. Any expense not otherwise classified, such as program services

Cooking for a Cause	974
Cooking demonstrations, educational event activities	242
Publicity	506
Training – grower workshops	156
Musicians	2,093
Dues	55
Supplies	1,004
Total	5,030

3/9/05 – 12/31/05
