



NEW ENGLAND VEGETABLE AND BERRY GROWERS ASSOCIATION

CONSTITUTION

As Revised February 4, 2017

CONSTITUTION

ARTICLE I

Name

This Corporation shall be known as the New England Vegetable and Berry Growers' Association

ARTICLE II

Purpose

The purpose of this Corporation is to promote improvements in the business of the commercial vegetable and small fruit grower; to promote better public relations; to develop fellowships; and to serve its constituents in every reasonable manner.

ARTICLE III

Membership

- Section 1. The types of membership in this Corporation shall be: Active, Associate, Honorary, Commercial, Family, and Courtesy.
- Section 2. **ACTIVE MEMBER:** Any commercial vegetable and small fruit grower and direct employee of same who are engaged in such work shall be eligible to active membership in this corporation.
- Section 3. **ASSOCIATE MEMBER:** Anyone who has been a commercial vegetable and small fruit grower, but is no longer engaged in commercial growing and yet wishes membership in the Corporation shall be eligible for Associate Membership, but shall not have the right to hold office or vote.
- Section 4. **HONORARY MEMBER:** Any person of distinguished attainments in Agriculture may be selected to Honorary Life Membership. Honorary Life Members shall be exempt from payment of all dues, and shall enjoy all the privileges of the Corporation except the right to hold office. Honorary members shall first be proposed to the Executive Committee where they must receive an affirmative vote of three-fourths of those present; and then their name shall be brought before a regular meeting at which they must receive an affirmative vote of three—fourths of the members present and qualified to vote.

- Section 5. **COMMERCIAL MEMBER:** Any person engaged in the manufacture or distribution of farm equipment, supplies, or services may apply for commercial membership in the Corporation. Commercial members shall enjoy all the privileges of active members except the right to vote and hold office.
- Section 6. **ACTIVE, ASSOCIATE, AND COMMERCIAL MEMBERS** may be elected to membership in the Corporation either by affirmative vote of three—fourths of the members voting at an Executive Committee meeting, or by an affirmative vote of three—fourths of the members present and qualified to vote at a regular meeting.
- Section 7. **FAMILY MEMBERS:** A Family Member is one who is employed with a regular elected member in his farming operations. He/she shall receive notices of meetings and newsletters, if not living at the same address as the Active Member and requests same. He/she may not hold office or vote.
- Section 8. **COURTESY MEMBERS:** In recognition of the interest manifested in this organization, and the assistance rendered to it by persons in State and County offices, agricultural in character, a list of same shall be included in the annual booklet. Such persons shall receive newsletters and notices of meetings of the Corporation, which they are permitted to attend. Except for the position of Secretary/Treasurer, they may not hold office or vote.



NEW ENGLAND VEGETABLE AND BERRY GROWERS ASSOCIATION

BY-LAWS

ARTICLE I

OFFICERS OF THE CORPORATION

The officers of the Corporation shall consist of the President, two Vice-Presidents, and a Secretary/Treasurer. The Executive Committee shall consist of eighteen members in addition to the officers.

ARTICLE II

DUTIES OF THE OFFICERS

Section 1. It shall be the duty of the President to preside at all meetings of the Corporation, and in case of his absence, the First Vice-President shall preside, and in his absence the Second Vice-President, and in his absence a Chairman pro tem shall be appointed by the Secretary.

Section 2. It shall be the duty of the Secretary/Treasurer to attend all meetings of the Corporation; to keep a record of same; to care for all correspondence; to fulfill all orders voted and resolves not otherwise committed. He/she shall keep a list of members of the Corporation. It shall be his further duty to notify members of their appointment. In the absence of the Secretary, the President shall appoint a Secretary pro tem. He/she shall collect all dues and assessments and keep an accurate account of all moneys received and expended by the Corporation. The Treasurer's books shall be audited annually by two members of the Association appointed by the President. They may seek professional assistance if needed. The Executive Committee may require the audit be done by a Certified Public Accountant if it deems it appropriate.

ARTICLE III

EXECUTIVE COMMITTEE

Section 1. The Executive Committee shall be composed as follows:

- a) The officers;
- b) Twelve directors shall be Members at Large. The Members at Large will be growers nominated by the Nominating Committee.
- c) Six directors will be growers, each a representative from one of the New England States: Massachusetts, Connecticut, Rhode Island, Maine, New Hampshire, and Vermont. These persons shall be nominated by the Nominating Committee. If a nominee is not obtained from a state, the position shall remain vacant.

- Section 2. The Executive Committee shall meet at least 3 times a year, except as they deem wise, to transact the business of the Corporation. It shall be the privilege of any member of the Corporation in good standing to bring before the Executive Committee matters of business important to the industry.
- Section 3. A quorum for the transaction of business by the Executive Committee shall consist of 10 members.

ARTICLE IV

ANNUAL MEETING AND ELECTION OF OFFICERS

- Section 1. The Election of Officers shall take place at the Annual Meeting at a date each year to be chosen by the Executive Committee and notice of the Annual Meeting shall be given at least 30 days in advance.
- Section 2. The term shall be for two years for each officer and the Directors. One half of the directors designated as Members at Large shall be elected each year. (At the time of the first election under this revised constitution [February 5, 1994] the representatives from each New England State shall be elected as follows: The nominees from Connecticut, Maine, and Massachusetts shall serve for the term of 2 years and the nominees from the States of New Hampshire, Rhode Island, and Vermont, shall serve for a term of one year).
- Section 3. Nominations of Officers and Directors shall be made at the regular meeting which immediately precedes the Annual Meeting of the Corporation. The President shall appoint a Nominating Committee following his election to office. Said committee shall be listed in the diary. The list of nominees in sample ballot form shall be mailed to members at one week previous to the election.
- Section 4. The Election of officers and Directors shall be by Australian Ballot, and a plurality of votes cast by the active members shall constitute a decision. The election will be held at the Annual Meeting in February.
- Section 5. In the event of a vacant position within the officers, the Executive committee may appoint a member in good standing to fill the vacancy for the remainder of the year. The replacement shall be voted on by the membership at the next election.
- Section 6. The Executive Committee shall act as the Research Committee of the Corporation.

ARTICLE V

QUORUM

- Section 1. A quorum for the transaction of business shall consist of at least thirty members in good standing.

ARTICLE VI

SPECIAL MEETING

Meetings may be called at any time by the President, Executive Committee or Secretary/Treasurer, or upon request in writing of ten members in good standing.

ARTICLE VII

ANNUAL DUES

- Section 1. The annual dues of the Corporation shall be determined by the Executive Committee with the consent of the general membership at a regular meeting. Notice of a proposal to change the dues shall be mailed to members at least thirty days previous to the meeting.
- Section 2. Members accepted after September 1 shall be considered as paid up for the following calendar year. The Association year shall coincide with the calendar year. Dues are due January 1.

ARTICLE VIII

Members shall be considered in good standing if they are not more than 6 months in arrears in payment of dues. Any member who is in arrears for dues for the period of one year may, after being duly notified by the Secretary/Treasurer, be dropped from membership in the Corporation.

ARTICLE IX

APPROVAL OF BILLS

All bills of this Corporation must be approved by the Executive Committee and signed by three of the Executive Committee members, after which the Secretary/Treasurer will be instructed to pay the same.

ARTICLE X

ATTENDANCE AT BUSINESS MEETINGS

The Corporation reserves the right to exclude all but members in good standing from the business part of a regular meeting.

ARTICLE XI

AMENDMENTS

These By-Laws may be added to or amended by a two-thirds vote of the members in good standing and voting at a regularly called general meeting, after notice of the proposed change has been mailed at least thirty days prior to the meeting.

ARTICLE XII

Meetings of the Executive Committee and the General Meetings shall be conducted in accordance with Roberts Rules of Order.

HISTORY OF CHANGES

February 5, 1994

February 3, 2007

February 4, 2017