

**CONSTITUTION AND BY-LAWS  
OF THE  
VEGETABLE GROWERS ASSOCIATION OF NEW JERSEY, INC.**

Approved

March 30, 2005

Amended and Approved.

September 20, 2017

**ARTICLE I – NAME**

The name of this Association shall be The Vegetable Growers' Association of New Jersey, Incorporated.

**ARTICLE II – MISSION & PURPOSE**

The aims and objective of this Association are:

1. (MISSION) to promote and encourage improvements in the production and marketing of all phases of the vegetable industry in the State of New Jersey
2. (PURPOSE) To disseminate knowledge of the growing and marketing of vegetables through cooperation with the Rutgers New Jersey Agricultural Experiment Station and Cooperative Extension, the New Jersey and U.S. Departments of Agriculture, and all other existing organizations and committees working for or interested in the vegetable industry of the Garden State.

**ARTICLE III – MEMBERSHIP & DUES**

Section 1. Membership in this Association and participation in the activities of this Association are available without discrimination based on race, color, sex or national origin.

**CLASSES OF MEMBERSHIP:**

The membership of the Association shall consist of four classes: Active, Commercial, Complimentary and Honorary.

1. **ACTIVE:** Any commercial grower engaged in the production of vegetables upon payment of annual dues shall be admitted as an active member.
2. **COMMERCIAL:** Any person, or his representative, engaged in the manufacture or distribution of farm equipment or supplies upon payment of annual dues shall be admitted as a commercial member.
3. **COMPLIMENTARY:** Any person on the professional or administrative staff of the, Rutgers School of Environmental and Biological Sciences (SEBS), State and United States Departments of Agriculture, Agricultural County Agents and others serving the vegetable industry in a like capacity in New Jersey and other states may be nominated to membership and elected by the Board of Directors. Such persons are not required to pay dues.
4. **HONORARY:** Any person who has made a notable contribution to agriculture may be elected an honorary member at any membership meeting. Honorary members are elected for life and are not required to pay dues.

Section 2. **DUES:** The dues shall be for the fiscal year (July 1-June 30). The amount of the annual dues shall be determined by the Board.

#### ARTICLE IV. VOTING:

Each active member shall have one vote upon all questions and elections presented for action at any meeting of the members. An active member shall be eligible to hold any office. All other members shall enjoy the same rights and privileges as the active members except those pertaining to voting and holding office which are exclusive privileges of the active members. All voting privileges must be exercised personally.

#### ARTICLE V – BOARD OF DIRECTORS

Section 1. NUMBER OF DIRECTORS: The Board of Directors shall consist of one (1) Director from each county. The Board may appoint a Director to represent a county, from its active members. Each county will also have an Alternate Director to act in the absence of the Director

Section 2. TERM AND REPRESENTATIONS: Each county shall nominate one of its members to serve as Director and one to serve as alternate for their county.

Section 3. VACANCY: Whenever a vacancy shall occur on the Board of Directors, the Board shall solicit a nomination by that county to fill that vacancy.

Section 4. GENERAL POWERS: The Board of Directors shall elect the officers of the Association and manage the affairs of the Association. It shall seek at all times to promote the work and welfare of the Association. It shall supervise the work of committees and pass upon all matters pertaining to time and place of meeting, programs exhibits, premiums and certificates of merit. It shall have power to fill all vacancies by appointment. It shall appoint all delegates to other societies. Meetings shall be held as set forth in the Constitution. Special meetings may be called by the President.

Section 5. ELECTION OF OFFICERS: The Board of Directors shall elect the officers of the Association at the first meeting of the new year.

Section 6. MEETINGS: The Board of Directors shall meet at least four (4) times annually. The dates for these meetings will be decided by the Directors.

Section 7. SPECIAL MEETINGS: A special meeting of the Board of Directors may be called by the President or a quorum of the Board.

Section 8. QUORUM: A quorum of the Board of Directors shall be one-third of the total membership of the Board at the time of the meeting.

Section 9. ACTION: Any action taken by the Board shall be by majority vote of the members present.

#### ARTICLE VI. STANDING COMMITTEES:

There may be created standing committees as listed: Executive, Legislative, Marketing, Research, Convention, and Nominating. Others may be created by the Board as necessary to carry out the purposes of the Association. The Board by resolution shall determine membership rules and regulations of these newly created committees.

1. EXECUTIVE COMMITTEE: shall consist of the President, immediate Past President, Vice-President, Secretary, Treasurer and one member appointed annually by the President with the approval of the Board of Directors.

a. General powers: The Executive Committee shall carry on the business of the organization between regular board meetings. Any actions shall be ratified by the board at the next scheduled Board meeting.

2. LEGISLATIVE COMMITTEE: The Legislative Committee shall keep informed regarding state and federal legislative matters affecting the vegetable interests in New Jersey. The committee shall recommend to the Board of Directors action to be taken.

3. MARKETING COMMITTEE: The Marketing Committee shall consider and recommend necessary action to the Board of Directors on any problems or matters pertaining to the marketing of vegetables.

4. RESEARCH COMMITTEE: The Research Committee shall keep informed on research in progress and planned at the College of Agriculture. It shall assist the staff at the College of Agriculture by suggesting where research may be needed. The committee shall report its activities to the Board of Directors at all meetings and may recommend needed action.

5. CONVENTION COMMITTEE: The Convention Committee shall be appointed by the President prior to the year's convention.

6. NOMINATING COMMITTEE: The Nominating Committee shall be appointed by the President.

## ARTICLE VII – OFFICERS

Section 1. OFFICERS: The officers of this Association shall consist of a President, Vice-President, Secretary and Treasurer. The officers shall be elected by the Board of Directors.

Section 2. PRESIDENT: The President shall be elected by and from the membership of the Board of Directors. He shall be the chief executive officer of the Association. He shall have general and active management of the business of the Association and shall see to it that all orders and resolutions of the Board are carried into effect. He shall have the general powers and duties of supervision and management usually vested in the office of President of an Association. He shall appoint, with the approval of the Board of Directors, all standing committees of the Association.

Section 3. VICE-PRESIDENT: A Vice-President shall be selected from the membership of the Board of Directors. They shall carry out the duties of the President in his absence and any others directed by the Board.

Section 4. SECRETARY: The Secretary shall be elected from the membership of the Board of Directors and carry out:

- a) Be the recording and corresponding officer of the Association; he shall attend all meetings and shall keep a complete record of the proceedings.
- b) Seek by all proper means wide publicity of the announcement of all public meetings and of the work of the Association.
- c) He/she shall arrange for all details in connection with meetings of the Association and of the Executive Committee unless such details are assigned to special committees by the Executive Committee.

- d) He/she shall keep a record of the names and addresses of each member.

Section 5. TREASURER: The Treasurer shall be elected from the membership of the Board of Directors and carry out the following:

Duties:

- a) The Treasurer shall have charge of all funds of the Association, keep a strict account of same, and disperse them upon order of the Board of Directors or the Executive Committee.

He/she shall make an annual report at the annual meeting of the Association at which time the books, all accounts and vouchers shall be submitted to an auditing committee appointed by the President; he shall also give a report of the financial status of the Association at each of the quarterly meetings.

Section 6. TERM OF OFFICE:

1. The President and Vice-president shall serve one three (3) year term and shall not serve more than one consecutive term.
2. The Secretary and Treasurer will serve a three year term, with elections occurring in the same years as President and Vice-president and may serve more than one consecutive term.
3. At end of the President's three year term, the Vice-president will become President for a three year term.

## ARTICLE VIII – MEETINGS

ORDER OF BUSINESS: The order of business at the annual meeting shall be as follows:

- a) Roll call by county
- b) Reading of minutes of last preceding annual meeting
- c) Report of the Secretary
- d) Report of the Treasurer
- e) Report of President
- f) Report of standing committees
- g) Old Business
- h) New Business
- i) Adjournment

The Presiding Officer may vary the order of business at his discretion.

## ARTICLE IX – AMENDMENTS

Section 1. CONSTITUTION

These articles may be amended by a vote of the majority of members present at a regular or special meeting. Notice of change of these Articles shall:

- 1) appear in any VGA Newsletter at least one month preceding the meeting, or
- 2) by a notice to each active member postmarked ten days before the meeting, or
- 3) notice will be sent via email ten days before the meeting.

Section 2. BY-LAWS: The BY-LAWS may be amended by a one-third vote of the Board of Directors at the time of the meeting.

Amended and voted on by Directors September 20, 2017.