BYLAWS
RURAL MOUNTAIN PRODUCERS EXCHANGE, INC.

ARTICLE I: IDENTIFICATION

Section 1. Name. This Corporation shall be known as the RURAL MOUNTAIN PRODUCERS EXCHANGE, INC.

Section 2. Principal Office and Registered Agent. The principal office and registered agent of the Corporation shall be as designated by the Board of Directors, and may be changed by the Board of Directors from time to time as the business affairs of the Corporation may require.

Section 3. Seal. The following impressed seal shall be and is adopted as the official seal of the Corporation.

Section 4. Fiscal Year. The calendar year shall be the fiscal year of the Corporation.

ARTICLE II: BOARD OF DIRECTORS

Section 1. General Powers. The business and affairs of the Corporation shall be managed by its Board of Directors, so long as the same are not inconsistent with the provisions of the Articles of Incorporation or the policy guidelines established by the applicable federal and state agencies. The Board of Directors shall be responsible for approving or rejecting all membership applications based on membership requirements.

Section 2. Number and Qualifications. The number of directors shall be nine (9). The directors must be elected from the membership of the Corporation, who have participated in a minimum of at least fifteen (15) markets the previous year. A Board seat shall be declared vacant if an occupant fails to participate in the minimum of fifteen (15) markets during any year of service or if an occupant ceases to qualify as a member.

Section 3. Election and Terms of Office. The members of the Board of Directors shall be elected by the membership of the Corporation at their annual meeting, and shall take office immediately upon their election. Each director shall serve a term of three years, with three directors commencing their term each year. A vacancy occurring during a term may be filled by the remaining Board members pursuant to Section 11 below, for the period until the next annual meeting, at which time the balance of such term shall be filled through election by the membership.

Section 4. Removal. Any director may be removed with or without cause by a vote of two-thirds (2/3) of the directors. If any director is absent from three consecutive regular meetings of the Board, he or she will be deemed to have resigned from the Board unless, by a two-thirds (2/3) vote, the remaining directors reinstate him or her.

Section 5. Annual Meeting. The annual meeting of the Board of Directors shall be held no more than thirty (30) days after the annual membership meeting at a time and place chosen by the Board, for the purpose of electing officers of the Corporation and for such other business as may come before the meeting.

Section 6. Regular Meetings. A regular meeting of the Board of Directors may be called by the President or by a quorum of the Board. All meetings of the Board are open to current members except that discussions of personnel or disciplinary matters may be closed upon vote of the Board.

Section 7. Place of meeting. The Board of Directors may designate any place as the place of meeting for any annual, regular or special meeting of the Board. If no designation is made, then the place of meeting shall be the registered office of the Corporation.

Section 8. Notice. Notice of any regular or special meeting shall be given at least five (5) days in advance, by written notification delivered personally or mailed to each director at the director's business address. The date of delivery shall be deemed to be the next postal delivery day after the postmark date. Notice for special meetings shall state the business to be conducted. Any director may waive notice of any meeting. Attendance of a director shall constitute waiver of formal notice, except when a director attends a meeting for the express and limited purpose of objecting to the transaction of business because the meeting was not properly called or convened.

Section 9. Quorum. Five members of the Board shall constitute a quorum for the transaction of business at any meeting of the Board, except as these Bylaws may provide otherwise in specific cases.

Section 10. Manner of Acting. Except as otherwise specifically provided in these Bylaws, the act of a majority of the directors present at a meeting in which there is a quorum shall be the act of the Board of Directors.

Section 11. Vacancies. Vacancies on the Board of Directors may be filled by the affirmative vote of the remaining directors although less than a quorum of the Board. A director selected to fill a vacancy shall serve until the next annual membership meeting, at which time the vacancy shall be filled for the unexpired portion of the term.

Section 12. Committees. The Board of Directors may create such committees as may be needed to carry out the business of the Corporation. Each committee shall be subject at all times to the control of the Board.

ARTICLE III

OFFICERS

Section 1. Number. The officers of the Corporation shall be President, Vice President, Secretary and Treasurer, who shall be elected by and who shall be from the membership of the Corporation. The offices of Secretary and Treasurer may be combined at the discretion of the Board of Directors.

Section 2. Election and Term of Office. Officers shall be elected annually by the Board of Directors at the annual meeting of the Board of Directors as provided in Section 5 of Article II of these Bylaws. If the election of officers shall not be held at such meeting, such election shall be held as soon thereafter as conveniently may be. Each officer shall hold office until his successor shall have been duly elected and shall have qualified or until his death or until he shall resign or shall have been removed in manner hereinafter provided.

Section 3. Removal. Any officer or agent elected or appointed by the Board of Directors may be removed by a two-thirds (2/3) majority of the total membership of the Board whenever in its judgment the best interests of the Corporation would be served thereby.

Section 4. Vacancies. A vacancy in any office because of death, resignation, removal, disqualification, or otherwise, may be filled by the Board of Directors for the unexpired portion of the term.

Section 5. President. The President shall be the principal executive officer of the Corporation and, subject to the control of the Board of Directors, will in general supervise and control all of the business and affairs of the Corporation. He shall, when present, preside at all meetings of the Board of Directors. He may sign, with the Secretary or any other proper officer of the Corporation thereunto authorized by the Board of Directors, any deeds, mortgages, bonds, or other instruments which the Board of Directors has authorized to be executed and which are necessary or incident to the accomplishment of the purpose of this Corporation, as set forth in Article IV of the Articles of Incorporation, except in cases where signing and execution thereof shall be expressly delegated by the Board of Directors or by these Bylaws to some other officer or agent of the Corporation, or shall be required by law to be otherwise signed or executed. He may call special meetings of the Board of Directors. The President shall appoint all standing and special committees, subject to final approval by the Board of Directors, appoint consultants and assistants to assist in carrying out the purposes of the Corporation.

Section 6. Vice President. In the absence of the President or in the event of his death, inability or refusal to act, the Vice President shall perform the duties of the President, and when so acting shall have all the powers of and be subject to all the restrictions upon the President. The Vice President shall perform such other duties as from time to time may be assigned by the President or the Board of Directors.

Section 7. Secretary. The Secretary shall: (a) keep the minutes of all meetings of the Board of Directors, committees, general membership, etc.; (b) see that all notices are duly given in accordance with the provisions of these Bylaws or as required by law; (c) be the custodian of the corporate seal and records of the Corporation and see that the seal is affixed to all documents the execution of which on behalf of the corporation under its seal is duly authorized; (d) see that accurate records are kept, conduct the official correspondence, preserve all books, documents and communications of the corporation; and (e) in general, perform all duties incident to the office of Secretary and such other duties as from time to time may be assigned to him by the President or the Board of Directors.

Section 8. Treasurer. The Treasurer shall see that financial records of the Corporation are carefully and honestly kept. He shall submit the financial records to the scrutiny of the Board of Directors and the membership and in general perform all of the duties incident to the office of Treasurer and such other duties as from time to time may be assigned by the President or by the Board of Directors. He shall be properly bonded as must any individual handling any part of the Corporation's financial affairs.

ARTICLE IV

MANAGER

The Board of Directors may hire a Manager to coordinate, plan and execute the program or projects of the Corporation as hereinafter provided. The Manager shall be appointed by the Board of Directors for an unspecified term of office. He shall be responsible for the overall administration of the Corporation within the policy guidelines established by the Board of Directors and the applicable federal and state agencies. A majority of the entire membership of the Board shall be required to appoint or remove the Manager and he shall be subject to removal upon his failure to coordinate, plan and execute the programs or projects of the corporation in a reasonable and satisfactory manner, provided, however, the Manager shall be notified in writing thirty days prior to the effective removal date. The Manager may hire a staff to assist him in carrying out the duties of his position, subject to the approval of the Board.

ARTICLE V

GENERAL MEMBERSHIP

Section 1. Establishment of Membership Program. The Board of Directors shall establish a general membership program and thereunder enroll persons as members of the Corporation with certain interests, powers and rights therein, except that they shall have no corporate property interest in the Corporation or its assets. The nature and extent of the powers, duties, rights and interests of the members which may include but are not limited to the following: (a) $25 annual or in-kind membership fee; (b) veto power on Board of Directors' decisions; (c) approval of amendments to Bylaws recommended by the Board of Directors.

Section 2. Non-Discretionary Powers. The members shall be empowered and have the duty at their annual meetings to elect members to the Board of Directors to fill the vacancies of those whose terms have expired or about to expire.

Section 3. Qualifications. In the qualification of members, no consideration shall be given to race, color, or creed. The following qualifications must be met to become a member and/or remain a member in good standing: (a) be a resident of a four-county area of Northwest Arkansas; (b) own or rent the land on which fruit or vegetables are produced or be a local plant grower or craftsman producing handmade items; (c) be a non-commercial farmer (the Board of Directors shall be empowered to determine what constitutes a commercial farmer, craftsman, or plant grower on a case-by-case basis); (d) participate in at least three markets per year. A family unit constitutes one membership.

Section 4. Meetings. An annual meeting of the general membership shall be held at a place within the general geographic area served by the Corporation as may be selected by the Board of Directors at a time determined by the Board of Directors preceding by no more than thirty (30) days the annual meeting of the Board of Directors. Special meetings of the members may be called at any time by the President of the Corporation or by a majority of the members. Notices of the members' meetings shall be given in writing unless waived by all of the members of the corporation in attendance, either in writing or by unanimous vote thereof at a legal meeting and no objections being raised thereto. A quorum for the conduct of business of such meetings shall consist of 20 percent of the members. Voting shall be by voice or show of hands, at the discretion of the President, unless otherwise required by majority vote. A majority vote shall be required to transact business. Each member shall be entitled to one vote. The President of the Corporation shall preside at all members' meetings, unless replaced for the purpose by a vote of the members in attendance.

Section 5. Removal. Members who violate membership requirements are subject to suspension and/or revocation of all rights and privileges, subject to a 2/3 vote of the Board of Directors.

ARTICLE VI

DISBURSEMENT OF FUNDS

Section 1. The Board of Directors, shall cause an audit to be made of the books of the organization, at the end of each business year.

All funds shall be disbursed by a properly authorized check, each of which must be properly countersigned either by the Manager and any officer or by any two officers or other persons designated by the Board of Directors.

ARTICLE VII

AMENDMENTS

These Bylaws may be amended at any regular or special meeting provided that the notice of said meeting states that said amendments will be considered. Amendment of these Bylaws may be made by a two-thirds (2/3) vote of the total membership present at annual meeting.

As amended November, 2016.