

## BY-LAWS

### INDIANA WINE GRAPE MARKET DEVELOPMENT COUNCIL

#### ARTICLE I. NAME

The name of this organization shall be "The Indiana Wine Grape Market Development Council", hereinafter referred to as the "Council".

#### ARTICLE II. AUTHORITY

The Council derives all of its authority from the General Assembly of the State of Indiana and shall be governed by it and by these by-laws.

#### ARTICLE III. PURPOSE

The purpose of this organization shall be to establish and administer a program to develop markets for wine grapes grown in the State of Indiana, for their products and for Indiana small wineries using Indiana wine grapes and may include any of the following activities:

- Market development and research programs.
- Market promotion, education and public relations programs.
- Market information services.

#### ARTICLE IV. MEMBERSHIP

Section 1. The Indiana Wine Grape Market Development Council shall consist of ex officio members and appointed members. The ex officio members shall be the Director of the Office of Agricultural Research or his/her designee; the chairperson of the Department of Horticulture & Landscape Architecture at Purdue University or his/her designee; and the chairperson of the Department of Food Science at Purdue University or his/her designee. Appointed members shall include Indiana grape growers who have produced at least ten (10) tons of wine grapes in either of the two (2) years preceding their appointment to the Council; processors of wine grapes grown in Indiana who hold a small winery permit issued by the

appropriate state department in Indiana and who are currently offering Indiana wine grape products for sale; and other members that shall be beneficial to the purposes of the Council.

Section 2. The Council shall have an odd number of members but not less than seven (7) nor more than fifteen (15). The majority of the members of the Council must be wine grape growers or processors of wine grape products as defined in this article. The number of wine grape growers and of wine grape processors shall be either equal or the difference between them shall be no more than one (1).

## ARTICLE V. THE DIRECTOR AND OFFICERS

Section 1. The Director of the Indiana Wine Grape Market Development Council shall be the director of the Office of Agricultural Research at Purdue University or his/her designee and shall administer the Indiana Wine Grape Market Development Program. The Director shall appoint the non ex officio members of the Council and shall consider the advice, recommendations, and the assistance of the Council for the expenditure of funds.

Section 2. The President of the Council shall be elected by majority vote of the Council at its first meeting following the first day of July and shall serve for two (2) years. The President shall preside over all meetings during the term of his/her office and over the meeting at which a new President is elected. The President and/or the Director shall call all meetings. The President and/or the director shall be responsible for the agenda of meetings. The President shall be a wine grape grower or processor.

Section 3. The Vice-President of the Council shall be elected by majority vote of the Council at its first meeting following the first day of July and shall serve for two (2) years. The Vice-President shall preside in the absence of the President or when the President wishes to vacate the chair during a meeting. The Vice-President shall also preside over the first meeting following the resignation, death or disqualification of the President at which time a new President shall be elected.

Section 4. The Secretary of the Council shall be elected by majority vote of the Council at its first meeting following the first day of July and shall serve for two (2) years. The Secretary shall work with the administrative assistant within the Office of Purdue Agricultural Research at

Purdue University to maintain a written record of the minutes of all Council meetings and an attendance record of all Council members.

Section 5. The Past President of the Council shall be assumed by the most recent President after his/her term is complete. This person shall head up the officer nomination committee and, at his/her discretion, have a seat on all other standing or temporary committees within the Council.

#### ARTICLE VI. TERMS OF OFFICE

Section 1. Appointed members of the Council serving at the time these by-laws are adopted shall serve for two (2), three (3), or four (4) years from July 1, 1989, as determined by lot. The procedures for drawing lots shall be established by the Director.

Section 2. New appointments to the Council shall be made by the Director for a three-year (3) term ending on June 30.

Section 3. An appointed person's membership on the Council will end upon death, resignation or upon two-thirds (2/3) vote of the other members present at a meeting of the Council, if a quorum is present. When the term of office of a member is cut short, the Director shall appoint a replacement to serve the unexpired portion of that term of office.

#### ARTICLE VII. COMMITTEES

At the direction of the Council or the Director, the President shall appoint standing or temporary committees to aid the Council and to make recommendations. The chair of every committee created by the Council shall be filled by a member of the Council. Additional committee members may come from outside the Council.

#### ARTICLE VIII. MEETINGS

Section 1. The Council shall hold at least two (2) meetings each year at a time and place determined by the Council at its previous meeting or by either the Director or President of the Council.

Section 2. Two-thirds (2/3) of the members of the Council shall constitute a quorum.

Section 3. Unless otherwise specified in these by-laws, all actions of the Council require a majority vote.

Section 4. Excluding Purdue department head ex officio members and all members of the Indiana Wine Grape Team, each member of the Council is entitled to one (1) vote.

Section 5. The rules contained in the current edition of Robert's Rules of Order, Newly Revised, shall govern the Council in all cases to which they are applicable and in which they are not inconsistent with the by-laws.

#### ARTICLE IX. FINANCES

Section 1. The expenses and program of the Indiana Wine Grape Market Development Council shall be paid for from the Wine Grape Development Fund created by the General Assembly of the State of Indiana and administered by the Director of the Office of Agricultural Research at Purdue University or his/her designee.

Section 2. Members of the Council shall serve without pay but may be reimbursed for travel expenses up to the limits and according to the procedures currently in effect at Purdue University.

Section 3. The wine grape market development fund may not be used for political or legislative activity of any kind.

Section 4. The Council shall incur no debts nor contract for financial obligations contrary to the fiscal procedures currently observed by Purdue University.

#### ARTICLE X. AMENDMENTS

These by-laws may be amended at any meeting of the Council upon two-thirds (2/3) vote of the members present.

#### ARTICLE XI. ADOPTION

These by-laws shall be adopted upon two-thirds (2/3) vote of the members of the Council providing at least two-thirds (2/3) of the membership is present at a meeting called by the Director.

Originally adopted: 10/25/1989

Revised: 11/15/2007

Revised: 4/21/2014