Amended and Restated Bylaws of the Murphys Business Association
DRAFT for Review dated 04.14.2026

Article I – Name

The name of this organization is the Murphys Business Association (the "Association" or "MBA").

Article II – Purpose

The purpose of the Association is to promote and support the businesses, attractions, and special events of the greater Murphys area, encourage a healthy business climate, and promote high ethical and professional standards. The Association is organized as a nonprofit mutual benefit corporation and operates as a 501(c)(6) organization under applicable federal and California law.

Article III – Membership

Membership shall be open to businesses and individuals supportive of the purposes of the Association. The membership year shall begin on the date dues are initially received, and the membership application is approved. Thereafter, dues shall be paid annually on or within 60 days of the anniversary of the initial membership.

Business Members – Any business operating in the greater Murphys area with a valid business license. Business Members are voting members.
Associate/Supporting Members – Individuals or organizations supportive of the purposes of the Association. Associate/Supporting Members are voting members.
Reciprocal Members – Organizations that provide a reciprocal membership or that partner with the Association for the benefit of the local community. Reciprocal Members are voting members.

Membership dues shall be established by resolution of the membership. Failure to pay dues within sixty (60) days of the due date may result in the lapse of membership.

Article IV – Board of Directors

The governing body of the Association shall be the Board of Directors, consisting of the four elected officers: President, Vice President, Secretary, and Treasurer, and up to three additional directors, including the Past President, as elected by the membership. All Directors shall be current members of the Association in good standing and shall have voting privileges. Vacancies may be filled by a majority vote of the remaining Directors.

A majority of the directors shall constitute a quorum.

Article V – Officers

The officers of the Association shall be President, Vice President, Secretary, and Treasurer.

Officers shall perform the duties customary to their office and such additional duties as may be assigned by the Board of Directors. The Board of Directors may create a separate policy document to provide further direction and create standard operating procedures.

Officers shall be elected by a majority vote of the members present at the February membership meeting and shall serve one-year terms.

The President may serve as both President & Treasurer if the Association is without a Treasurer for up to six months.

Article VI – Meetings

Regular membership meetings shall be held as determined by the membership.

A quorum for membership meetings shall consist of ten (10) members or ten percent (10%) of the business membership, whichever is greater.

Meetings of the membership or Board may be conducted in person or by electronic means that allow participants to hear and be heard simultaneously.

Notice of membership meetings shall be provided at least seven (7) days in advance.

Article VII – Committees

The Board of Directors may establish standing or special committees as needed to carry out the purposes of the Association.

Article VIII – Finances

The fiscal year of the Association shall run from January 1 through December 31st.

An Operating Budget shall be proposed by the Board of Directors and approved by the Membership on or before the first meeting following the election of Officers. Significant modifications to the budget, defined as an increase in expenditure exceeding 5% of the original budget, shall be approved by the Membership prior to commitment.

The Board of Directors may modify the budget throughout the year by shifting allocations among categories or by covering additional expenses with additional income or sponsorships.

All funds shall be deposited in financial institutions designated by the Board of Directors.

The Treasurer and President shall be authorized signatories unless the Board designates additional signatories. An additional signatory is required when the President is acting as Treasurer.

Article IX – Contracts

The Board of Directors may authorize officers or agents of the Association to enter into contracts or agreements consistent with the purposes of the Association.

The Board of Directors, with prior approval of the membership, may contract with a paid Executive Director or Bookkeeper to perform any or all of the Association's day-to-day management and other administrative or organizational duties, including event management. Any such person would be engaged as an Independent Contractor and would not become an employee of the Association.

Article X – Conflict of Interest

Any director or officer with a financial interest in a matter before the Association shall disclose that interest and abstain from discussing and voting on the matter.

Article XI – Indemnification and Liability

To the fullest extent permitted by California law, the Association may indemnify its directors, officers, employees, and agents against liabilities arising from their service to the Association. The Association may purchase insurance for this purpose.

Article XII – Records

The Association shall maintain adequate books, records, minutes, and a membership list. Such records shall be available for inspection by members as permitted by California law.

Current records shall be stored at the homes or businesses of the Officers as appropriate, and archived records shall be stored at the Association’s storage facility.

Article XIII – Amendments

These bylaws may be amended by a majority vote of members present at a meeting where the proposed amendment has been provided in writing at least one meeting prior to the vote.

Article XIV – Dissolution

Upon dissolution of the Association, its assets shall be distributed to one or more nonprofit organizations exempt under Section 501(c) of the Internal Revenue Code and consistent with the purposes of the Association.

Article XV – Adoption of Amendments

"I, Michelle Plotnik, the Secretary of the Association, certify that the foregoing instrument was reviewed & discussed by the membership at a meeting conducted on March 5th, 2026, an updated Draft was distributed to the Membership on April 16th, 2026, discussed and duly adopted by the membership as the Amended and Restated Bylaws of the Murphys Business Association on May 7th, 2026

Michelle Plotnik, Secretary of the Murphys Business Association Date
PO Box 2034
Murphys, CA 95247