

BYLAWS
of the
RHODE ISLAND REALTORS® POLITICAL ACTION COMMITTEE
6-14-17 draft – CLEAN version

ARTICLE I
NAME AND DEFINITION

The name of this committee is RI REALTORS® Political Action Committee (“RIRPAC”). It is a voluntary, nonprofit, unincorporated committee of individual REALTORS® and others, and is not affiliated with any political party.

ARTICLE II
PURPOSE

RIRPAC is organized and operated exclusively for the purpose of collecting political contributions as defined in *Section 41 (c) (1) (A-E) of the Internal Revenue Code*, including the expenditure of such funds for the purpose of supporting or opposing referenda questions and to further the candidacy of individuals for nomination or election to any federal, state or local elective public office, and to do any and all things necessary to accomplish such purpose, all as authorized by the Federal Election Campaign Act and Rhode Island General Laws, specifically:

- A. To promote the economic growth of RI and the public interest of Rhode Islanders.
- B. To encourage and assist REALTORS® and others; to understand the nature, organization, and actions of the government and political parties; to understand important political issues; and to evaluate and understand the philosophies and records of office holders and candidates for elective office.
- C. To promote and strive for the improvement of government by encouraging, motivating, and educating REALTORS® and others; to take an active and effective part in governmental affairs in their chosen political party; and, in carrying out their civic responsibilities, to actively support such goals and efforts.
- D. To support the election of representatives in government who believe in the free enterprise system and private property rights.
- E. To support or engage in activities necessary or desirable in the attainment of the purposes stated above or other purposes adopted by the Committee and deemed worthy of such action.

ARTICLE III
BOARD OF TRUSTEES

Section 1. Composition. RIRPAC shall be governed by the Board of Trustees, which shall consist of five (5) members, who shall be REALTORS® in good standing at the time of the appointment.

Section 2. Duties. The Board of Trustees shall have general supervision and control over the affairs and funds of the Committee and shall establish and carry out all policies and activities of the Committee. The members shall serve without compensation.

The duties of the Board of Trustees shall include:

- (a) To solicit RPAC contributions from REALTORS® and REALTOR® Associates.
- (b) To attend RPAC Trustees’ meetings and functions of RPAC.
- (c) To speak on behalf of RPAC programs on all available occasions.
- (d) To actively participate in all programs sponsored by RPAC.
- (e) To keep informed on the political situation in their state and congressional district and to advise others in their regard as may be necessary.
- (f) To approve RPAC disbursements to state and local candidates.
- (g) To make recommendations to the National Association of REALTORS® Political Action Committee for RPAC disbursements to federal candidates.

Section 3. Disbursements. The Chairperson and at least one other Trustee acting jointly, may make any disbursement in an amount not to exceed \$300. All other disbursements shall be approved by a majority vote of the Trustees.

Section 4. Selection and Terms. The Trustees shall be appointed by the President of the State Association subject to ratification by the State Association Board of Directors. The term of each Trustee shall be for a period of three years except for those Trustees who were holding office on December 1, 2017. So that the terms of the Trustees are staggered, one of the Trustees shall serve for a period of one (1) year, two shall serve for a period of two (2) years, and two shall serve for a full three (3) year term.

The President shall appoint successor Trustees whenever a vacancy exists during the President's term of office subject to ratification by the State Association Board of Directors. No Trustee shall serve more than two (2) consecutive three (3)-year terms.

Section 5. Cooperation. The Board of Trustees may cooperate with the National Association of REALTORS®' Political Action Committee and other state and local political action committees.

ARTICLE IV OFFICERS

Section 1. Designations. Elections. Terms. The officers of the Committee shall be a Chairperson, Vice Chairperson, and a Secretary/Treasurer. The officers shall be appointed for a three (3)-year term by the then State Association President from among the members of the Board of Trustees. The State Association President shall appoint a successor whenever a vacancy exists during the President's term of office subject to ratification by the State Association Board of Directors.

Section 2. The Chairperson. The Chairperson shall oversee the Committee. He/she shall preside at meetings of the Board of Trustees.

Section 3. The Vice Chairperson. During the absence of the Chairperson or at his/her request, the Vice Chairperson shall preside at the meetings of the Board of Trustees

Section 4. Secretary/Treasurer. The Secretary/Treasurer shall be the custodian of the RIPAC funds. He/she shall disburse all monies of the RIPAC funds in accordance with the instructions of the Board of Trustees. He/she shall oversee the preparation of full and accurate accounts, shall present financial statements, shall prepare, sign and file all reports to governmental authorities required by law or directed to be filed by the Board of Trustees with the Secretary of State of the State of Rhode Island. The Secretary/Treasurer may elect to delegate these duties to the Chief Executive Officer of the State Association. In the absence of the Chairperson and Vice Chairperson, the Secretary/Treasurer shall preside at meetings of the Board of Trustees.

Section 5. Successor to the Chairperson and Secretary/Treasurer. If the Chairperson or the Secretary/Treasurer dies, resigns or is otherwise unable to serve, the Vice Chairperson shall automatically become Chairperson or Secretary/Treasurer, as the case may be, and shall serve in such office until, in the case of the Chairperson, such office is filled by election amongst the Trustees, or in the case of the Secretary/Treasurer, such office is filled by his/her successor. Upon filling of such office, the Trustees shall hold an election to fill the vacancy.

ARTICLE V MEETINGS

Section 1. Annual Meeting. The Annual Meeting of the Board of Trustees shall be held at a date to be decided by the Chairperson.

Section 2. Meetings. Meetings of the Board of Trustees shall be called by the Chairperson on his/her own initiative or upon the written request of three members of the Board of Trustees. The Board of Trustees shall meet at least once per year.

Section 3. Quorum. Three (3) members of the Board of Trustees shall constitute a quorum.

Section 4. Notice of Meetings. Notice shall be provided to all members of the Board of Trustees at least three (3) days prior to any meeting.

**ARTICLE VI
BOOKS, RECORDS, AND FINANCE**

Section 1. Books and Records. The Trustees shall oversee the keeping of correct and complete books and records of account. RIRPAC funds and RIRPAC books of account shall be self-audited every year.

Section 2. Fiscal Year. The RIPAC fiscal year of shall be the twelve months ending the last day of December.

**ARTICLE VII
AMENDMENTS TO BYLAWS**

These Bylaws may be amended or repealed and new Bylaws may be adopted at any meeting of the Board of Trustees by an affirmative vote of at least four (4) of the members of the Board of Trustees, provided that at least thirty (30) days prior written notice of the substance of the proposed amendments or of intent shall have been given to each member of the Board of Trustees.