

**OREGON REALTORS® POLITICAL ACTION COMMITTEE
BYLAWS
(as adopted March 19, 2004, reviewed by RPAC Trustees August 15, 2022)**

ARTICLE I

Name and Definition

The Oregon REALTORS® Political Action Committee, hereinafter called ORPAC or Committee, is a non-profit unincorporated committee of individual REALTORS® and others and is not affiliated with any political party. It is a special committee of the Oregon REALTORS®.

Section I Definitions

- A. Association is the Oregon REALTORS® (OR).
- B. President is the President of the Oregon REALTORS®.
- C. Executive Committee is the Executive Committee of the Oregon REALTORS®.
- D. Board of Directors is the Board of Directors of the Oregon REALTORS®.
- E. Chief Executive Officer is the chief administrative officer of the Oregon REALTORS®.
- F. ORPAC Trustees, hereafter called Trustees, shall include the following:
 - 1. A Chair appointed by the President,
 - 2. A Vice-Chair appointed by the President,
 - 3. Up to thirteen (13) Trustees (at least one from each of the congressional districts) appointed by the President and including the Government Affairs and Political Affairs Key Objective Groups Chair, and
 - 4. The Secretary-Treasurer (ex-officio without vote).

ARTICLE II

Committee Objective

Section I Objectives

- A. To assist REALTORS® and others in organizing for the most effective political action to achieve the goals of the Association.
- B. To support and communicate with candidates of our choosing for public elective office at all levels of government within Oregon.
- C. To pursue every effort to accomplish these objectives and to do so within all appropriate laws.

- D. To raise sufficient funds necessary to carry out these objectives.

ARTICLE III

Trustees

Section I Responsibilities

- A. Contributions to ORPAC shall be subject to the approval of the Trustees and its funds shall be disbursed at their discretion.
- B. The Trustees shall establish all policies for the operation of ORPAC and approve disbursements of funds in support of political candidates.
- C. The Trustees shall serve without compensation.
- D. The Trustees shall be responsible for using their best efforts to help raise funds for ORPAC.

Section II Selection and Terms

- A. The Trustees shall be appointed by the President, subject to confirmation by the Board of Directors. All appointments shall be for a two (2) year term. The Chairman shall serve for a two (2) year term. The chairmen of the Government Affairs and Political Affairs Key Objective Groups shall serve terms concurrent with their respective chairmanships. The Secretary-Treasurer (non-voting) shall be the OAR Chief Executive Officer, or in the absence of the Chief Executive Officer, a designee of the Chief Executive Officer.
- B. All subsequent appointments by the President are subject to confirmation by the Board of Directors. The President shall consider the recommendations of the following groups when appointing Trustees:
 - 1. Member Boards
 - 2. Trustees
 - 3. Other interested REALTORS®
- C. In the event a vacancy exists or is about to occur, the President with the advice of Trustees, shall appoint a successor to serve the unexpired term subject to approval of the Board of Directors.
- D. Two (2) successive unexcused absences from ORPAC Trustees meetings shall be cause for removal of an individual Trustee.
- E. Any Trustee who files with the appropriate elections office as a candidate for a legislative, statewide, or congressional office; declares an intention to seek nomination to such office; or actively solicits such office in any manner shall immediately submit their resignation from the Committee.

Section III Other Political Action Committees

The Trustees shall cooperate with the National Association of REALTORS®, other state and local real estate political action committees.

Section IV Removal of Trustees for Cause

Any Trustee may be removed for cause by vote of a two-thirds vote of the entire Trustees subject to the approval of the Board of Directors. Cause for removal of a Trustee includes, but is not limited to, failure of the Trustee to satisfy the Responsibilities stated in Article III, Section 1 above.

ARTICLE IV

Officers

Section I Designation, Election, Terms

- A. The Officers of the ORPAC Trustees shall be a Chair, Vice Chair, and a Secretary-Treasurer. The Chair and Vice Chair shall be appointed by the President. The Vice Chair shall be appointed from individuals who have previously served as Trustees, and shall be the presiding officer of all meetings of the Trustees in the absence of the Chair.
- B. The Secretary-Treasurer shall be the OR Chief Executive Officer, or in the absence of the Chief Executive Officer, a designee of the Chief Executive Officer.

Section II Chair

- A. The Chair shall be the chief executive officer of the Trustees.
- B. The Chair shall be an ex-officio member of all subcommittees or task force.
- C. The Chair shall be the presiding officer of all meetings of the Trustees.

Section III Secretary-Treasurer

- A. The Secretary-Treasurer shall perform such duties as are customarily performed by the Secretary-Treasurer of a committee or as prescribed by the Chair.
- B. The Secretary-Treasurer shall be the custodian of the funds of the Trustees including collection and disbursement.
- C. The Secretary-Treasurer shall maintain all financial records in accordance with generally accepted accounting procedures.

- D. The Secretary-Treasurer shall sign and file all reports required by governmental agencies.
- E. The Secretary –Treasurer shall preside at meetings in the absence of the Chair and Vice Chair.
- F. The Secretary-Treasurer shall maintain a written policy manual.

ARTICLE V

Meetings, Quorum, Rules, Committees

Section I Regular and Special Meetings

- A. All regular meetings of the Trustees shall be held as part of the scheduled meetings of the Association.
- B. Special meetings of the Trustees may be called by the Chair or upon the written requests of five (5) voting Trustees. The Chair must concur with the time and place of the special meeting.
- C. Meetings of the Trustees may be conducted in person, by telephone, via e-mail or by facsimile communication. However, votes taken during an e-mail or facsimile meeting must be unanimous in order to be valid.

Section II Quorum

A majority of the Trustees shall constitute a quorum for meetings of the Trustees.

Section III Rules

Robert’s Rules of Order, latest edition, shall be recognized as the authority governing all meetings when not in conflict with these bylaws.

Section IV Subcommittees and Task Force

The Trustees shall have such subcommittees as the Chair determines are necessary and desirable for carrying out its purposes and objectives. The subcommittee chair and members shall be appointed by the Chair subject to the approval of the Trustees.

ARTICLE VI

Books, Records and Finance

Section I Books, Records and Finance

- A. The Trustees shall keep correct and complete books and records of account. The books of account shall be audited at least once a year.

Section II Fiscal and Elective Year

- A. The fiscal year shall be the calendar year.
- B. The elective year shall be from the day following adjournment of the NAR convention to the last day of the NAR convention the following year.

Section III Finance

- A. The funds of the Trustees shall be deposited to the credit of ORPAC in such banks or other depositories as the Board of Directors may select. However, contributions that are to be used for political purposes shall be placed in a segregated account and shall not be commingled with any other funds or assets of the Trustees or the Association.
- B. Funds may be used for any lawful activity in furtherance of the Objectives of the ORPAC Committee.

ARTICLE VII

Amendments to the Bylaws

- A. Amendments to these bylaws may be approved at any meeting of the ORPAC Trustees by a 2/3 vote of those present and voting. All amendments must be approved by the OAR Executive Committee and the Board of Directors.
- B. Copies of all bylaw amendments or the substance of same, must be provided to each Trustee at least thirty (30) days before consideration by the ORPAC Trustees. Amendments shall not be in conflict with NAR RPAC bylaws.
- C. ORPAC activities permitted under federal and state laws and the Internal Revenue Code may not be restricted by amendment of any bylaw.

ARTICLE VIII

Distribution of Funds Upon Dissolution

Upon the dissolution of ORPAC, either by voluntary act of the Board of Directors or as a result of a final order by a court, the funds remaining on deposit shall be disposed of in the following priority:

1. All valid outstanding bills or claims against ORPAC shall be paid;
2. Any remaining unexpended funds shall be disbursed to selected candidates and/or committees or, at the discretion of the Association, to any other entity allowed by law.