

REAL ESTATE COMMUNITY
POLITICAL ACTION COMMITTEE
of the Greater Albuquerque Association of REALTORS® and
the Commercial Association of REALTORS® - New Mexico
BYLAWS

(Revised ~~February 2018~~ April 2022)
(Adopted July 11, 2006, Revised June 2010, Revised February 2018)
Revised November 2022

ARTICLE I
Name and Definition

The name of this committee is the Real Estate Community Political Action Committee, hereafter RECPAC. It is a voluntary, nonprofit, unincorporated committee of individual REALTORS®, Affiliate Members, and licensees ~~and others~~, and is not affiliated with any political party. This committee is an independent, autonomous organization, and is not a branch or subsidiary of any national, state or other political committee.

RATIONALE: The word "other" needed to be clearly defined.

ARTICLE II
Purpose

RECPAC shall be organized and operated ~~exclusively~~ for the purposes of supporting the nomination or election of candidates for public office throughout the State of New Mexico who share the ideals and principles of REALTORS®, and otherwise doing any and all things necessary to support issues dealing with the public policy agenda of the Greater Albuquerque Association of REALTORS® (GAAR) and the Commercial Association of ~~REALTORS® - New Mexico~~ (CARNM) in accordance with federal, state and city laws.

ARTICLE III
Principal Office and Address

All administrative functions shall be conducted by the Greater Albuquerque Association of REALTORS® located at 1635 University Boulevard, NE in Albuquerque, New Mexico 87102 or other GAAR designated location or locations.

ARTICLE IV
Board of Trustees

Section 1. Composition.

The Board of Trustees shall consist of nine (9) members. ~~-~~In addition, the President of the Board of Directors of the Greater Albuquerque Association of REALTORS® and the President of the Commercial Association of REALTORS® - New Mexico shall serve as non-voting *ex officio* members. ~~-~~No more than

two voting Trustees may be affiliated with any one firm. The CEO of GAAR and the Executive Director of CARNM or their appointees shall serve as staff support for RECAP.

RATIONALE: There was a need to clarify the position of these persons and that they held no official position on the RECPAC Trustees.

Section 2. Trustee Qualifications, Duties and Responsibilities.

To be considered for a Trustee position, the candidate must be an Active Member. Trustees shall be politically active and astute on current political events and issues. Trustees must act in a non-partisan manner and be able to analyze political issues and situations with the interest of the REALTOR® in mind.

The Board of Trustees shall have general supervision and control over the affairs and funds to the RECPAC and shall establish and carry out all policies and activities of RECPAC. The Trustees shall serve without compensation. Trustees are required to be active fundraisers, to raise the awareness of RECPAC and meet the goals established by the Trustees.

Trustees will be charged with the responsibility to establish goals, set policy, administer funds and make final decisions concerning contributions to candidates and issues of the RECPAC. Trustees are to maintain complete confidentiality regarding the ~~candidate~~-funding process. Trustees will be expected to attend meetings, particularly the confidential portions of meetings wherein final contribution decisions will be made. Trustees will be expected to participate in the delivery of contributions to candidates.

-RATIONALE: These changes are to clarify the expanded work of RECPAC to include issues as well as candidates.

Section 3. Selection and Term.

Trustees who meet the qualifications for Trustee of RECPAC shall be selected by GAAR and CARNM as follows:

- A. six (6) from GAAR membership
- B. three (3) from CARNM membership

The term for the initial Board of Trustees shall be determined by the Board of Trustees but shall not exceed three years. Succeeding terms shall be for staggered three-year terms. Terms shall commence in January and end in December three years hence.

Section 4. Vacancies.

In the event any Trustee is unable or unwilling to serve, the organization represented by such Trustee shall appoint a successor to serve for the unexpired term of such Trustee. Such appointment shall meet all qualifications required by RECPAC.

~~Section 5. Affiliation.~~

~~The Board of Trustees may cooperate and contribute to national or other state and local political action committees.~~

Section ~~5~~6. Absences.

Any Trustee with 2 consecutive unexcused absences of missing two consecutive, duly called meetings may be subject to immediate replacement as a Trustee. Excused absences to be determined by the Chair. ~~and a~~ successor shall be appointed by the organization represented by such Trustee. Such Replacement appointment shall meet all qualifications required by RECPAC.

Section 67. Removal.

A majority of the Trustees may remove a Trustee from office at any time, with or without cause.

Section 78. Candidacy of a Trustee.

Any Trustee who files with the appropriate elections office as a candidate for a ~~political legislative~~ office shall immediately submit his resignation from the Trustees of RECPAC. Any Trustee or Committee Member affiliated with the campaign of a candidate for office shall disclose such relationship to the Trustees and recuse themselves from any discussion regarding that candidate.

RATIONALE: This wording clarifies the procedure regarding any conflict of interest with candidates for office and the purpose of RECPAC.

**ARTICLE V
Officers**

Section 1. Designation, Election and Term.

The general officers of the Board of Trustees shall be a Chair, Vice Chair, ~~Secretary~~ and a Treasurer. The Chair, Vice Chair and Treasurer shall be elected by the Board of Trustees from among the members of the Board of Trustees and shall serve for a term of one year. No officer shall serve for more than two successive terms. ~~The Secretary shall be the Chief Executive Officer of GAAR and shall be a non-voting ex officio member of the Board of Trustees.~~ The CEO of GAAR shall provide staff support to perform the duties of taking and keeping the minutes and other pertinent documents of the meetings of the trustees. When the trustees go into Executive Session, the Chair will appoint a trustee to take notes on the decisions of the trustees and communicate the decisions to staff to be included in the minutes of the open meeting.

RATIONALE: There was a need for clarification of the procedure of recording both open and executive session meetings and to have consistency with the concept of "staff support" as previously defined in these bylaws.

Section 2. Chair.

The Chair shall preside at meetings of the Board of Trustees and perform all other duties usual and customary to that office.

Section 3. Vice Chair.

The Vice Chair shall preside at the meetings of the Board of Trustees and officiate for the Chair during the Chair's absence or at the Chair's request. The Vice Chair shall succeed to the office of Chair should a vacancy occur and serve until a replacement is appointed by the Board. Upon filling of such office, the Vice Chair shall again assume the Vice Chairmanship. If the Vice Chair is appointed to become the Chair, the Board of Trustees shall also appoint a new Vice Chair.

Section 4. ~~Secretary~~ Secretarial Duties

~~The Secretary~~ Staff support shall keep all records of meetings and other records as may be required to provide a complete and accurate history of RECPAC. ~~The Secretary shall be authorized to conduct banking on behalf of RECPAC and act as a signatory on the bank account as directed by the Board of Trustees. The Secretary shall give such bond as may be required by the Board of Trustees, the premium on such bond to be paid by RECPAC.~~

RATIONALE: Since the Secretarial Duties are to be performed by Staff Support, the other duties specified in this paragraph in the existing bylaws no longer apply.

Section 5. Treasurer

The Treasurer shall be ~~responsible for the oversight for all financial functions of RECPAC. The financial administrative duties shall be handled by GAAR per Article III. the custodian of all books, records and funds of RECPAC. The Treasurer shall collect all contributions and other funds of the RECPAC, disburse all monies in accordance with these Bylaws and the instructions of the Board of Trustees, keep full and accurate accounts, present financial statements, and prepare, sign and file all reports to the governmental authorities required by law or directed to be filed by the Board of Trustees. The Treasurer shall give such bond as may be required by the Board of Trustees, the premium on such bond to be paid by RECPAC.~~

ARTICLE VI Meetings

Section 1. Meetings

Meetings of the Board of Trustees shall be held at such times and places as may be designated from time to time by the Chair, with concurrence of the Vice Chair, or at the request of any three (3) members of the Board of Trustees. Robert's Rules of Order, latest edition, shall be recognized as the authority governing all meetings when not in conflict with the adopted bylaws. The Board of Trustees of RECPAC shall be notified of all meetings with at least three days' notice, or, in the event of an emergency as determined by the Chair, as soon as reasonably possible.

Regular meetings shall be open to all Members in good standing. ~~Non-Trustee attendees of the meetings may be recognized to speak at the discretion of the Chair. Confidential portions of the meetings shall be attended by Trustees only. Confidential agenda items, to include all disbursements, are to be discussed in Executive Session. Attendees in the Executive Session will be all Trustees and the Presidents of GAAR and CARNM. Results of these sessions will be reported in the meeting minutes of RECPAC.~~

RATIONALE: This further defines the procedures for Executive Session meetings.

The Board of Trustees shall make reasonable efforts to notify Members of RECPAC of all meetings by electronic mail. Members shall provide the Board of Trustees current electronic mail addresses for notice purposes. Further, the Board of Trustees will also endeavor to promptly list all notices of meetings. ~~on any website that may be created.~~

RATIONALE: As RECPAC does not have a website, the remainder of this sentence does not apply.

Section 2. Annual Meeting.

The Board of Trustees shall hold the annual meeting in ~~December~~ October at such time and place as designated by the Chair, with concurrence of the Board of Trustees with not less than 30-day notice to the Members of RECPAC.

RATIONALE: This just reflects changing the time frame for the annual meeting from October to December.

Section 3. Quorum.

Five (5) Trustees shall constitute a quorum. No business shall be conducted without a quorum present.

Section 4. Electronic Voting and Participation by Telephone.

At the discretion of the Chair and administered by the ~~Secretary~~/Treasurer, Trustees may participate in meetings telephonically and voting of the Trustees may be conducted electronically or by telephone.

ARTICLE VII Membership, Contributions and Disbursements

Section 1. Members.

Membership shall be available to any member who contributes to RECPAC and is an active member and/or Affiliate of GAAR or CARNM, his or her spouse, members of his or her immediate family, and others who contribute to RECPAC. Candidates for membership may be rejected by the Board of Trustees.

Section 2. Active Member.

~~Beginning with the 2024 contributions to RECPAC, Active Members are those who contribute \$25.00 or more annually, as determined by the Board of Trustees. Active Members are those who give \$1.00 or more annually or as otherwise determined by the Board of Trustees.~~

RATIONALE: This is a change back to the original minimum contribution to become a member of RECPAC.

Section 3. Recognition Levels.

~~Recognition Contribution~~ levels shall be determined by the Board of Trustees annually and set forth in the operating policies of the RECPAC.

RATIONALE: This is a more accurate definition.

Section 4. Contributions and Disbursements.

~~Contributions to RECPAC shall be subject to the approval of the Board of Trustees and its funds shall be disbursed at their discretion. Contributions provided to organizations and for support of issues will be decided based on the documentation provided to request such funds. RECPAC will provide a form requiring the pertinent information to support the request for such contributions. Also, disbursements for sponsorships or event attendance will be approved by the Board of Trustees. Contributions to RECPAC shall be subject to the approval of the Board of Trustees and its funds shall be disbursed at their discretion.~~

RATIONALE: This section clarifies the procedure for application for RECPAC funds.

ARTICLE VIII Sub-Committees

RECPAC shall have such sub-committees as the Board of Trustees determines is necessary for carrying out its purposes and objectives. Members of these sub-committees shall be appointed by the Chair ~~from the membership of RECPAC.~~

RATIONALE: It is unnecessary to have Board of Trustees' approval for a sub-committee appointed by the Chair.

ARTICLE IX Books, Records and Finances

Section 1. Books and Records.

RECPAC shall keep accurate and complete books and records of accounts. ~~RECPAC's books and records shall be reviewed at least once a year by the Treasurer. RECPAC's books shall be audited at least once a year. The auditor shall be named by the Chair with approval of the Board of Trustees. The Greater Albuquerque Association of REALTORS® shall conduct all administrative functions of the RECPAC and all books and records shall be maintained at their location.~~

RATIONALE: It is unnecessary to have an annual audit of the funds of RECPAC and its disbursements as these are fairly simple transactions that can be reviewed as needed by the Treasurer.

Section 2. Business Year.

The fiscal year shall begin on January 1, and end on December 31.

Section 3. Banks and Deposits.

Contributions shall be deposited as soon as possible and not later than ten (10) days of receipt to the credit of RECPAC in such banks or other depositories as the Board of Trustees may select.

ARTICLE X Amendments to Bylaws

These Bylaws may be amended or replaced by any new Bylaws that may be adopted by the Board of Trustees at any meeting after giving 30-day notice to all Members of proposed changes. A majority vote of Active Members present at that meeting will be required to pass the proposal. The rules contained in the current Robert's Rules of Order, Newly Revised shall govern the proceedings of RECPAC in all cases to which they are applicable and in which they are not inconsistent with these Bylaws or the laws of the State of New Mexico.

RATIONALE: This helps the Trustees in determining procedure that is not covered specifically in these bylaws.

ARTICLE XI Dissolution

The RECPAC may be dissolved at any time by a majority vote of the Board of Trustees. In the event of such dissolution, all funds contained in the RECPAC accounts shall be used to pay outstanding debts and the remainder distributed in a manner appropriate to existing state law. The Members of RECPAC should be notified within a reasonable amount of time.

CERTIFICATE OF ADOPTION

Date: December 13, 2022

Adopted by:

~~Danny Wm. Vigil, Bridget Gilbert, 2022 President of the Board of Directors~~

Greater Albuquerque Association of REALTORS®

Date

Adopted by:

~~**Ed Anlian, Debbie Dupes, 2022 President of the Board of Directors**~~
Commercial Association of REALTORS®--New Mexico

Date