

HOME BUILDERS ASSOCIATION OF GEORGIA
POLITICAL ACTION COMMITTEE (B-PAC)
BYLAWS

(As proposed 7-18-12)

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HOME BUILDERS ASSOCIATION OF GEORGIA POLITICAL ACTION
COMMITTEE (B-PAC)

BYLAWS

ARTICLE I
DESIGNATION

Sec. 1 Designation. The Home Builders' Association of Georgia Political Action committee (hereinafter "Committee" or "B-PAC") is a voluntary nonprofit political action organization affiliated with the Home Builders Association of Georgia (hereinafter known as "HBAG"). Its principal office shall be at the HBAG office.

ARTICLE II
PURPOSE

Sec. 1 Purpose. The sole purpose of B-PAC is to aid, through campaign contributions, those candidates for state (non-federal) and local offices in Georgia whose positions are consistent with the goals of the building industry and to establish a recognizable HBAG identity with state candidates.

ARTICLE III
MEMBERSHIP

Sec. 1 Membership. Membership is voluntary and shall be open to representatives of member companies in good standing with HBAG. All members must be voluntary contributors of at least \$25.00 per year or more. Membership shall be based upon the calendar year.

ARTICLE IV
MANAGEMENT

Sec. 1 Board of Trustees. B-PAC shall be managed and its policies determined by its Board of Trustees, which shall be comprised as follows:

(a) Officers of B-PAC shall serve as full voting members of the Board of Trustees, shall not be from the same local association or chapter and shall serve for a term of one years. The Officers will be comprised as follows:

(1) A Chair, who shall be the chief officer of the Committee, and preside at all meetings of the Committee, the Trustees or the Executive Committee. The Chair shall be the official spokesman of the Committee, appoints all committees except as otherwise specified, be an Ex-Officio member of all committees and perform all other duties usual to such office.

(2) A Vice Chair, who shall, in the absence of the Chair or upon the Chair's direction, perform the duties of the Chair. The Vice Chair shall serve as an Ex-Officio member of all committees.

(3) A Treasurer, who shall serve as an Ex-Officio member of all committees and shall keep detailed accounts of the following:

- (i) All contributions made to the committee.
- (ii) The full name occupation, employer and mailing address of every person making contributions and the date and amount thereof.
- (iii) All expenditures made by or on behalf of the Committee.
- (iv) The full name, occupation, employer and mailing address of every person to whom or on whose behalf any expenditure is made, and the date and amount thereof.
- (v) Receipted bills, stating the particulars, for every expenditure made by or on behalf of the Committee.
- (vi) Such other books or records as may be required in the conduct or business of the Committee.

(4) The Immediate Past Chair.

(b) Trustees representing each local association/chapter of HBAG as follows:

(1) There shall be one (1) Trustee from each local association that represents a political jurisdiction. If a local association contains one or more chapters representing separate jurisdictions within the association, each chapter may have one trustee. The chapter must have a minimum of fifteen (15) builder members associated with the chapter. The local association shall nominate a trustee(s) to be submitted twenty (30) days prior to HBAG Fall Board Meeting to assume office January 1 of the following year. Trustees from associations in odd numbered HBAG areas shall begin their term in odd numbered years and Trustees from even numbered HBAG areas shall begin their term in even numbered years.

(2) Trustee terms are two (2) years, and Trustees may succeed themselves if re-nominated by their local association.

(3) In the event of a temporary absence, an Alternate Trustee may be appointed by a proxy letter signed by the absent Trustee and/or the local association President. An Alternate Trustee must be a B-PAC member. Alternate Trustees may vote on any business.

(c) The elected HBAG Senior Officers, providing they are B-PAC members, shall serve as ex-officio non-voting trustees except when serving as an elected Trustee from an Association or chapter.

(d) The immediate Past Chair

(e) The HBAG Executive Vice President shall serve as an ex-officio, non-voting Trustee.

Sec. 2 Duties. The B-PAC officers and Trustees shall have supervision and control over the affairs and funds of B-PAC and shall be responsible for carrying out its activities and purposes. They shall serve without compensation. B-PAC Trustees shall serve as local political contacts for legislators. Trustees will be asked to assist in legislative efforts by contacting legislators upon request by the B-PAC Chair, the President of HBAG, the Executive Vice President of HBAG, or the HBAG Vice President of Government Affairs. At such times, the Trustees will also notify a significant number of local association members to broaden the base of home builders' political contacts on certain issues.

Sec. 3 Elections. Nominations and elections shall be held as follows:

(a) Officers shall be nominated by the Nominating Committee consisting of the current chair and two (2) past Chairs. Election of officers shall be by a majority

vote of the Board of Trustees held at the HBAG Fall Board Meeting. Newly elected officers shall take office January 1st of the following year. All officers must be B-PAC members.

(b) The Board of Trustees, by a majority vote, shall annually elect Trustees to succeed those Trustees whose terms expire at the end of that year. Any incumbent Trustee whose term is so expiring shall not be eligible to vote in said election. Trustee nominations shall be submitted by each local association twenty (20) days prior at the annual HBAG Fall Board Meeting, but may not necessarily be accepted by the Board. Therefore, the Board shall request another recommendation from the local association. All nominations must be B-PAC Members.

(c) Ex-Officio members shall not be elected but shall serve for so long as they hold the office providing for their ex-officio status.

Sec. 4a Eligibility. To be eligible to serve as a B-PAC Officer one must be a member of B-PAC and have served as a B-PAC Trustee for a minimum of two years.

Sec. 4b Attendance. Any Officer or Trustee absent from two (2) consecutive meetings of the Board of Trustees shall be automatically removed from office, and from membership on the Board of Trustees, unless a satisfactory excuse is presented to the Board or a qualified Alternate Trustee is present to represent the absent Trustee. Excuses must be written and submitted prior to the next Board of Trustees meeting.

Sec. 5 Vacancies. A vacancy of an officer or Trustee shall be filled as follows:

(a) For Officers – A vacancy in the office of Chair shall be immediately filled by the Vice-Chair. A vacancy in the office of Vice Chair shall be immediately filled by the Treasurer who shall serve as Vice Chair/Treasurer until such time as a new Treasurer is duly elected as specified. In the event of a vacancy in the office of Treasurer, the Chair shall recommend to the Board of Trustees a replacement from among the Board of Trustees who shall then be confirmed by a majority vote of the Trustees. The person so elected shall serve for the remainder of the term.

(b) For Trustees – A vacancy in a Trustee position will be filled by the local association that was represented by submitting a nomination to the Board of Trustees. That nomination may not necessarily be accepted by the Board. If the nomination is not accepted, the Board will request another nomination from the local association. Election by a majority of the Board will take place as soon as feasible.

Sec. 6 Meetings and Quorum.

(a) There shall be a meeting of the Board of Trustees at least three times per year. A quorum shall consist of at least five (5) Trustees.

(b) Special meetings of the Board of Trustees may be called by the Chair upon ten (10) days written notice to each trustee regarding the time, place and purpose of the meeting.

Sec 7 Polling. If the Chairman of the committee so requests, a poll of the entire Trustee Committee may be conducted by telephone, facsimile, or other electronic means to determine the Trustee's position on an issue or request. A position reached through polling will carry the same weight and authority as a position reached in a face to face meeting.

**ARTICLE V
RECEIPTS AND DISBURSEMENTS**

Sec. 1 Receipts. All funds received by B-PAC shall be collected and recorded by HBAG staff under the direction of the Treasurer. Any contribution received from a local association, for a special fund raising event, or through an officer or trustee, shall be accompanied by whatever information is required by law but shall not be less than full name (corporate or personal), occupation, employer, complete address, and amount. Information and reports of receipts shall be made regularly to the Board of Trustees.

Sec. 2 Disbursements. Disbursements shall be handled in the following manner:

(a) No funds for candidates shall be disbursed without a properly completed Contribution Request Form. All B-PAC Contribution Request Forms shall have all requested information and shall be signed by the requesting Trustee before approval for disbursement shall be made.

(b) By resolution of the Trustees, the Chair, Vice-Chair, and Treasurer shall be authorized to approve disbursements within the limits set forth in Article V, Section 2 (d). They shall also sign checks and vouchers and make purchases for the ordinary and necessary expenses of B-PAC. The disbursement procedure shall be as follows:

(1) Seventy percent (70%) of a local HBA's current contributions to B-PAC may be utilized upon request of their B-PAC Trustee. These funds are to be used by the local associations for contributions to candidates from within their geographical areas. Disbursements of local funds must be approved by the appropriate local Trustee. These funds may be used for statewide races providing the Board of Trustees approves the contribution at any regular or special called meetings.

(2) Thirty percent (30%) of all local HBAs' contributions to B-PAC are to be used at the sole discretion of the B-PAC Board of Trustees.

(c) Any funds collected through special state fund raising events shall be allocated to the state pool or as approved by the Board of Trustees.

(d) Checks shall be approved in the following manner between Trustee meetings for state House and Senate races only. Statewide races are excluded and must be approved by the Board of Trustees.

<u>Expenditures Between</u>	<u>Approval Requirement</u>
0 - \$500	The Chair or Vice Chair can approve.
\$501 - \$1000	By majority vote of the Executive Committee; Such vote can be taken by a phone fax, or email poll.
\$1001 - UP	Board of Trustees: Such vote may be taken by mail, phone, fax, or email providing that a minimum of ¼ of the trustees respond within ten (10) days.

(e) Local funds up to \$500, when requested by a local association Trustee for city and county elections, shall be approved by the Chair and Vice-Chair, provided that local money is available.

(f) Check and vouchers shall be signed by any two of: the Chair, the Vice-Chair, Treasurer, or the HBAG Executive Vice President.

(g) B-PAC checks shall be voided 90 days after date of issuance.

(h) Method of Contribution. All Contributions to candidates shall be made by a B-PAC check. An accompanying letter shall reflect the name of B-PAC and, if desired, individual members of the association participating in the delivery. All checks for city and county elections shall be provided to the local association Trustee or the local Trustee's designee. Checks for high priority (as identified by the HBAG Executive Vice President and approved by a member of the B-PAC Executive Committee) candidates shall be provided to the HBAG Vice President of Government Affairs. All Trustees and Executive Officers shall be informed of all check delivery appointments and shall be invited to attend. Checks for other candidates not designated as high priority shall be provided to the local Trustee or the local Trustee's designee.

Sec. 3 Reports. There shall be the following reports:

(a) Reports to the Trustees of all receipts and disbursements shall be provided at each regularly scheduled meeting.

(b) Reports to local associations of their contributions, disbursements, and funds available at the direction of their Trustee shall be provided at least quarterly. Such reports shall also be given to the Trustees at their regular meetings.

(c) Reports required by law shall be prepared and filed on a timely basis in accordance with such laws and regulations.

Sec. 4 Annual Audit. The Treasurer shall order a bi-annual review and can order a independent audit every six years to be performed by a certified public accountant. and shall provide such report to the Trustees at the earliest possible meeting.

Sec. 5 Deposits. The Trustees shall have authority to choose and shall be required to use one or more official depositories for all funds collected or in possession. These depositories shall be such bank or banks, or other qualified financial institutions, as may be approved by the Trustees.

Sec. 6 Bonding. The Executive Committee of B-PAC shall have the authority to obtain, and may at its discretion require, a bond of any of its Officers, Trustees, HBAG employees, or others handling its funds.

Sec. 7 Special Events. Funds may be used for legislative or political special events to the extent permitted by the law if approved by the B-PAC trustees. All expenditures and the nature of the event shall be reported to the committee at its next regular scheduled meeting.

**ARTICLE VI
COMMITTEES**

Sec. 1 Executive Committee.

(a) The Executive Committee shall be composed of the Chair, Vice-Chair, Treasurer, Immediate Past Chair, and the HBAG Executive Vice President.

(b) The Executive Committee is responsible for managing B-PAC between Board of Trustee meetings and may expend funds as prescribed in Article V, Section 2 (d).

Sec. 2 Other Committees. Other committees may be established by the Chair as may be necessary or desirable in the conduct of B-PAC business.

**ARTICLE VII
ULTIMATE DISPOSITION OF FUNDS**

Sec. 1 Ultimate Disposition of Funds. Unexpended balances of restricted B-PAC Local funds shall be disposed of in accordance with applicable laws and regulations. In the event of dissolution of B-PAC, unexpended balances of unrestricted B-PAC State funds may be disposed of in any manner authorized by law which does not inure to the benefit of any member of the Committee.

**ARTICLE VIII
AMENDMENTS**

Sec. 1 Amendments. Amendments to the Bylaws may be adopted by the Board of Trustees, provided at least thirty (30) days written notice has been given. This notice may be provided by direct mail. A simple majority vote of those present at such meeting, provided a quorum is present, shall be sufficient to amend the Bylaws, and proxy voting shall not be permissible.

