

# **THE BYLAWS OF THE RHODE ISLAND REPUBLICAN ASSEMBLY (RIRA)**

**AS REVISED – APRIL 9<sup>th</sup>, 2009**

## **ARTICLE I**

### **Name and Jurisdiction**

SECTION 1.01. Name. The name of the organization shall be the RHODE ISLAND REPUBLICAN ASSEMBLY, hereinafter referred to as “RIRA”.

SECTION 1.02. Jurisdiction. The jurisdiction of the RIRA shall be within the State of Rhode Island.

## **ARTICLE II**

### **Powers**

SECTION 2.01. The powers of the RIRA shall be:

- (a) To be a Chapter of the National Federation of Republican Assemblies with all the powers thereof.
- (b) To direct, manage, supervise and control its business, property and funds, and to carry out its objectives.

## **ARTICLE III**

### **Objectives**

SECTION 3.01. The objectives of the RIRA are:

- (a) To advance conservatism and elect conservatives at all levels of the Republican Party and all levels of government throughout the State of Rhode Island;
- (b) To provide through this organization a practical program for the betterment of the Republican Party within the State of Rhode Island and of the various political subdivisions of the State of Rhode Island;
- (c) To advance the Principles, Beliefs and Objectives of the National Federation of Republican Assemblies, and;
- (d) To provide a legal umbrella for members of the state’s various tax-exempt conservative groups who cannot adequately express themselves politically within their existing structures.

## **ARTICLE IV**

### **Composition**

SECTION 4.01. The RIRA shall consist of members of a statewide Republican Assembly or of local Republican Assemblies which have been chartered by the Board of Directors of the RIRA in the manner provided in these Bylaws, and which continue to comply with the Bylaws of the RIRA and of the NFRA as adopted or amended. A local chapter may petition the RIRA Board of Directors to subdivide its geographical area into smaller local chapters at need.

## **ARTICLE V**

### **Termination of Charter and Membership**

SECTION 5.01. Discipline and/or Termination and of Member.

- (a) Any individual member of RIRA may be disciplined in a manner determined by the Board of Directors for actions not consistent with the RIRA By-Laws.

(b) Any individual member of the RIRA may have his membership herein terminated after a hearing, by two-thirds (2/3) vote at a meeting of the Board of Directors where a quorum is present, whenever said board has determined that the named member has:

- (1) Publicly supported or registered as a member of a political party other than the Republican Party, or
- (2) Used his or her name and status as a member of the Rhode Island Republican Assembly in publicly advocating that the electorate should vote for a non-Republican candidate for any elected political office, or
- (3) Using his or her name and status as a member of the Rhode Island Republican Assembly in giving support or to avowing a preference for a candidate of another party for election to an elected public office and where said candidate is opposed by a Republican candidate, or
- (4) Using his or her name and status as a member of the Rhode Island Republican Assembly in prematurely endorsing (without a vote of the members at a regular or special RIRA Convention) candidates running for office in the Rhode Island Republican Party, or
- (5) Otherwise bringing discredit or disrepute upon RIRA.

(c) If the Board of Directors shall terminate membership or shall otherwise discipline any such member, the Secretary of the RIRA shall send notice of such action within (15) days by certified mail to said member. The said member, within thirty (30) days from the date of mailing such notice, and not less than ten (10) days before the date of the first session of the next meeting of the RIRA, may file with the Secretary of the RIRA written notice of appeal. This appeal shall be considered at the next meeting of the RIRA, unless filed less than ten (10) days prior to the date of the first session thereof; in the latter instance said appeal shall be considered and decided by a two-thirds (2/3) vote of the Board of Directors, where a quorum is present, following that meeting of the RIRA.

(d) Any individual member so terminated from membership in the RIRA shall immediately upon such termination cease to claim membership in, or holding of any office in or official relationship with the RIRA or any Chartered Republican Assembly, and shall also immediately surrender to the Membership Secretary of the RIRA any and all documents, records, emblems, insignia, funds, or other devices or properties of any nature whatsoever. Said terminated member shall not thereafter use the name, emblem, or insignia of Republican Assembly or RIRA in any manner whatsoever.

## **ARTICLE VI**

### **Membership**

SECTION 6.01. The classification of memberships in this organization shall be regular members and honorary members.

SECTION 6.02. Members of this organization shall be those American citizens of good moral character who are registered as Republicans in the jurisdiction of RIRA and have paid the appropriate dues.

SECTION 6.03. Honorary members shall be those registered Republicans who, by two-thirds vote of the Board of Directors of this Assembly, are elected to honorary membership in this organization.

SECTION 6.04. If membership dues remain unpaid for a period of sixty (60) days after written notice by the Secretary of such delinquency and of intention to declare such a forfeiture of membership, if same be not paid, such membership shall ipso facto terminate, and such member shall cease to be in good standing until he may be reinstated by the Board of Directors.

SECTION 6.05. Applicants who apply for membership to the RIRA, and are duly approved, shall be deemed to be in good standing upon receipt of the appropriate membership dues.

SECTION 6.06. Upon a majority vote of the RIRA Board of Directors, new applications for membership may either be approved, rejected, referred to the RIRA general membership, or referred to a committee for further investigation.

SECTION 6.07. Actions of the general membership on appeals of membership suspensions and revocations, as well as appeals of membership rejections, shall be by majority vote.

SECTION 6.08. Pursuant to Article V, any member may be suspended or expelled from membership by a two-thirds (2/3) vote of the Board of Directors, provided that such member shall receive thirty days notice of such contemplated action and shall be entitled to be heard before action is taken. The action of the Board may be appealed to the general membership.

## **ARTICLE VII**

### **Officers and Directors**

SECTION 7.01. Elective Officers. The elective officers of the RIRA shall be a President, Vice President, Secretary, and Treasurer, a Sergeant-at-Arms, and a Regional Director from each Congressional District, as well as two National Directors who, along with the President, shall represent the RIRA on the NFRA's National Board of Directors.

SECTION 7.02. Additional Officers. The President shall appoint a General Counsel, who shall be a member of the Rhode Island state bar; a Chaplain, and a Parliamentarian. He shall also have power to appoint an Executive Director at his discretion, who shall be subject to confirmation by the Executive Committee. He shall also have power to appoint other specialized officers and representatives of the RIRA at his discretion as needs arise. If the President should determine that there is a need for paid staff, excluding any of the offices herein named, the Board of Directors shall have power to authorize and determine said compensation.

SECTION 7.03. Qualifications.

(a) Officers of the RIRA must be members in good standing of the RIRA, and Republicans by voter registration-

(b) No member who holds the position of officer or director of the Rhode Island Republican Assembly shall miss two consecutive meetings of the Board of Directors between Annual Conventions, unless such non-attendance is excused by a vote of the Board of Directors. In the event that such member is held to be in violation of this provision, such member's position of officer or director shall automatically terminate.

SECTION 7.04. Election of Officers. The elective officers shall be elected at the annual convention in each odd numbered year in accordance with these Bylaws and shall serve for the period of two (2) years and until their successors are elected and qualified.

SECTION 7.05. Outgoing Officers. At the conclusion of each Annual Convention, outgoing officers shall be empowered to continue to perform their duties only on matters which were initiated and approved prior to the close of the Convention and which matters shall be completed within a thirty (30) day period following the close of the Convention.

SECTION 7.06. Liability of Officers. No officer or director shall be held personally liable for any debts or obligations of RIRA except those personally guaranteed by that officer or director, and RIRA shall indemnify each officer or director against claims made against them arising from their legitimate and proper service to RIRA.

SECTION 7.07. Compensation & Expenses.

(a) Compensation. All of the above-named officers of the RIRA shall serve the RIRA without compensation.

(b) Expenses. Reimbursements shall be made provided the following conditions are met:

- (1) Expense has been made by an officer of RIRA.
- (2) Funds are available in the RIRA account.
- (3) Direct approval of the Board of directors has been made prior to expenditure.
- (4) Expenses must be directly related to RIRA operations, and a clear receipt for said expense will accompany any request for re-imbusement.

SECTION 7.08. Election of Officers. The President, the Vice President, the Secretary, the Treasurer, the Sergeant-at-Arms, and a Regional Director from each Congressional District, as well as the two National Directors shall be elected at the Annual Convention in each odd numbered year, in the manner provided in the By-Laws and shall serve for the period of two (2) years or until their successors are elected and qualified.

## **ARTICLE VIII**

### **Duties of Officers and Directors**

SECTION 8.01. President. The President shall preside at all Conventions and all meetings of the Board of Directors. He shall be the chief executive officer of the RIRA and shall exercise general supervision over the work and activities of the RIRA. He shall be an ex officio member of all committees. He shall perform such other duties as usually pertain to the office of the President.

SECTION 8.02. Vice President. In the event of the inability of the President to perform his duties, the Vice President shall preside and perform the duties of, and have the same authority as the President. The Vice President shall also perform such other duties as usually pertain to the office of Vice President or as may be assigned by the President or the Board of Directors.

SECTION 8.03. Secretary. The Secretary shall assist the President and the Board of Directors in conducting the business of the RIRA and shall perform such duties as are specified or implied in the By-Laws, or as may be assigned to him by the President or by the Board of Directors.

SECTION 8.04. Treasurer. The Treasurer shall receive from the Secretary all membership moneys paid to the RIRA, giving receipts therefore. He shall also receive all other moneys paid to the RIRA. He shall deposit the same in such bank or banks as shall have been designated by the Board of Directors, and shall disburse said moneys upon order of the Board of Directors. He shall make a financial report to the Board of Directors at the Annual Convention, or oftener if required by the Board of Directors. He shall attend all meetings of the Board of Directors and all Conventions of the RIRA. He shall perform such other duties as are specified or implied in the By-Laws, or as may be assigned by the President or the Board of Directors.

SECTION 8.05. Sergeant-at-Arms. The Sergeant-at-Arms shall assist the President and the Board of Directors in maintaining order at meetings of the RIRA and its Board of Directors, and in conducting the business of the RIRA, and shall perform such duties as are specified or implied in the By-Laws, or as may be assigned to him by the President or by the Board of Directors.

SECTION 8.06. Regional Directors. Regional Directors shall assist the President and the Board of Directors in conducting the business of the RIRA within their respective Congressional districts, and shall perform such duties as are specified or implied in the By-Laws, or as may be assigned by the President or the Board of Directors.

SECTION 8.07. National Directors.

The National Committeeman and National Committeewoman, along with the RIRA President, shall serve as the official representatives of the RIRA to the National Federation of Republican Assemblies (NFRA) Board of Directors.

SECTION 8.08. Immediate Past President. The Immediate Past President shall perform such duties as may be assigned to him by the President or the Board of Directors.

SECTION 8.09. Other Past Presidents. All Past Presidents shall perform the duties of organizing and maintaining an active committee of past RIRA officers and directors. This committee shall have the responsibility of aiding in the organization and functioning of the RIRA.

SECTION 8.10. Additional Officers.

All additional officers referenced in Section 7.02 shall perform their duties under direction of the President.

SECTION 8.11. Transfer of Records. At the end of the term of officer or appointee, it shall be the responsibility of each to assemble and transfer within thirty (30) days to the successor in office all records, lists, correspondence and other documents as relate to the performance of official duties, including but not limited to RIRA funds, checkbooks and passbooks.

## **ARTICLE IX**

### **Board of Directors**

SECTION 9.01. How constituted.

(a) Board of Directors. The Board of Directors of the RIRA shall be composed of the President, the Immediate Past President, the Vice President, the Secretary, the Treasurer, the Sergeant-at-Arms, the Regional Directors, the National Directors, and any officer of NFRA who meets the qualifications in Article VII.

(b) Appointed Officers. Appointed officers, who comply with the qualifications for officers as stated in Section 7.02, shall have all the rights and privileges of the Board of Directors with the exception of the right to vote.

SECTION 9.02. Powers and Limitations of Powers.

(a) The Board of Directors shall have the control and management of all the affairs, properties, and funds of the RIRA. The Board of Directors may make recommendations, by a two-thirds vote of the members present at any meeting where a quorum is present, concerning State-wide measures proposed to be voted on by the electorate or candidates for office in Rhode Island, provided however that written notice of such proposed vote is given at least fifteen (15) days prior to the Board Meeting and further that such recommendations are released only in the name of the Board of Directors and not in the name of the RIRA as a whole.

(b) The Board of Directors shall have such powers as are prescribed in these By-Laws; provided further that it shall exercise general control and supervision of all officers and committees of the RIRA and may for good cause and after a hearing, remove any officer or committeeman by a two-thirds vote of the entire Board of Directors; provided such officer or committeeman shall have been sent by the Secretary of the RIRA by certified mail a notice containing a copy of the charges against him at least fifteen (15) days prior to the hearing thereon, said notice specifying the time and place of the meeting.

SECTION 9.03. Meetings. The Board of Directors shall meet at such times and places as may be determined by action of the Board, by call of the President, or by written request of four members of the Board, provided that there shall be at least two meetings each year. The Board of Directors and Chairmen of all Committees shall be notified no less than fifteen (15) days prior to said meetings.

SECTION 9.04. Special Meetings. The Board of Directors may, without meeting together, transact business by mail or electronic mail, commonly known as email, by voting on questions submitted to them by or with the approval of the President. Fifteen (15) days shall be allowed for the return of the votes thereon by mail to the Secretary of the RIRA. The voting shall be considered closed at the end of fifteen (15) days, provided that the majority of the members of the Board shall have returned their votes by that

time, or it shall be considered closed at any time prior thereto if and when all of the Directors have returned their votes. If, at the expiration of the (15) fifteen-day period, a majority of the board of Directors has not returned their votes, the measure being voted upon shall be deemed to have failed. Said Secretary must preserve all such ballots until the next meeting of the board of Directors, at which meeting the Board of Directors shall order the disposition of the ballots. In cases where a hearing is required by the By-Laws of the RIRA, voting by mail shall not be permitted unless authorized by a two-thirds vote of all members of the Board of Directors. The Secretary of the RIRA shall maintain a hard copy of all electronic mail messages containing a vote cast pursuant to this section.

SECTION 9.05. Quorum. At all meetings of the board of Directors, one-third of the voting members of the board shall constitute a quorum for the transaction of all business except in cases where a larger vote is required by the By-Laws.

## **ARTICLE X**

### **Committees**

SECTION 10.01. Named by the Board. Except as may otherwise specifically be provided within these By-Laws, the Board of Directors shall have the power to name all standing committees during its term of office. The president shall have the power to appoint all members of the committees. All committees other than sub-committees shall report to the Board of Directors or to the President.

SECTION 10.02. Special Committees. The President may establish and appoint Special Committees.

SECTION 10.03. Members Appointed by President. Members of standing committees shall be appointed by the President, and each shall consist of not less than five (5) members. They shall perform such duties as may be authorized by the Board of Directors. A quorum shall be one-third of the members of the committee or three (3) members, whichever is greater.

SECTION 10.04. Holdover Member. Either the Chairman, or if he is unable to act, then some other active member of each committee shall be appointed as a member of such committee in the succeeding year.

## **ARTICLE XI**

### **Conventions**

SECTION 11.01. Time and Place. A Convention of the RIRA shall be held annually. For the Annual Convention which immediately precedes a Presidential election, the Annual Convention is to be held a minimum of 45 days prior to the Rhode Island primary. The time and place shall be fixed by the Board of Directors.

SECTION 11.02. Special Conventions. Special Conventions may be called by the President with the approval of the majority of the members of the Board of Directors. The call for a Special Convention shall specify the subjects to be considered, and no subjects shall be considered that are not so specified.

SECTION 11.03. Call. The Secretary of the RIRA shall take reasonable steps to notify the membership of an official call to any Convention at least thirty (30) days prior to the date of the Convention.

SECTION 11.04. Supervision. The RIRA Board of Directors shall have full supervision and management of all Conventions and shall determine the official program and order of business at each Convention.

SECTION 11.05. Officers. The officers of each Convention shall be the officers of the RIRA. At or prior to any Convention the President may appoint a Recording Secretary of the Convention to assist the President and the Secretaries.

SECTION 11.06. Sergeant-at-Arms. At each duly called Convention or prior thereto, the President shall appoint such assistants to the Sergeant-at-Arms as the President may deem necessary or advisable.

SECTION 11.07. Special Committee. At each duly called Convention, or prior thereto, the President shall appoint a Committee on Credentials and a Committee on Resolutions and a Committee on Nominations and such other committees as the President may deem proper.

SECTION 11.08. Eligibility to Vote. All RIRA members in good standing shall be entitled to a vote. The Board of Directors shall have the power to accept additional membership reports.

SECTION 11.09. Registration Fee. The Board of Directors may establish the registration fee to be paid to the RIRA by all members attending any Convention of the RIRA. The proceeds derived from such registration fees shall be expended under the direction of the Board of Directors. At least two weeks prior to a State Convention, the Committee on Credentials will provide to all candidates seeking RIRA Office, Republican candidates and ballot advocacy groups seeking RIRA endorsement a means to contact all known RIRA members in good standing, when requested, at a nominal fee. At no time will RIRA ever release its membership list. No RIRA member shall be entitled to vote in a Convention unless and until his registration fee has been paid.

SECTION 11.10. Voting.

- (a) In all Conventions of the RIRA, each accredited member shall be entitled to cast one vote. There shall be no voting by proxy.
- (b) In all voting, a majority shall rule, unless otherwise provided in the By-Laws.
- (c) There shall be no cumulative voting. The following are considered cumulative voting:
  - (1) One person casting more than one vote for a single candidate, even when the election permits casting votes for several candidates for the same office.

## **ARTICLE XII Convention Procedure**

SECTION 12.01. Program. The official program of a Convention as approved by the Board of Directors shall be the Orders of the Day for all sessions. Changes in the program may be made from time to time by a majority vote of the members present and voting.

SECTION 12.02. Resolutions. All resolutions shall be referred to the Committee on Resolutions for its consideration and recommendation to the Convention. All such resolutions submitted to the RIRA President ten (10) or more days prior to the opening of the convention must be reported out. Debate on such resolutions shall not be in order until they have been reported out by the Committee on Resolutions.

SECTION 12.03. Debate. Reports on Committees, communications to the Conventions, resolutions presented by the Committee on Resolutions, and all motions save such as are known to parliamentary practice as "undebatable" may be debated upon the floor of the Convention, unless by a two-thirds vote the Convention decides to dispose of them without debate. No member shall speak in Convention longer than five (5) minutes at one time, except as provided in the order of the day or by majority vote of the Convention.

SECTION 12.04. Endorsement of Candidates. Endorsements of candidates proposed to be voted upon by the electorate, shall be made only by the affirmative vote of two-thirds of the members present and voting at a regular or special Convention of the RIRA. Only one person may be endorsed for a particular office.

SECTION 12.05. Endorsement of Position on Ballot Question. Endorsements of positions on ballot questions proposed to be voted upon by the electorate shall be made only by the affirmative vote of two-thirds of the members present and voting at a regular or special Convention of the RIRA.

SECTION 12.06. Powers of the Board of Directors. During a Convention meeting, the Board of Directors shall have the power to set the agenda, limit debate, and maintain order.

SECTION 12.07. Quorum. A quorum of the Board of Directors shall be sufficient to constitute a quorum at any Convention.

### **ARTICLE XIII**

#### **Nomination and Election of Officers**

SECTION 13.01. Time. The official program of the Annual Convention shall indicate the days and hours for nomination and election of officers and shall be subject to change only in accordance with the rules of the Convention procedure.

SECTION 13.02. Committee on Credentials. The Committee on Credentials shall have general charge of the election and the distributing and the counting of the ballots.

SECTION 13.03. Eligibility. Any active member of the RIRA in good standing may be eligible to any elective office, but no person shall be submitted as a candidate for any office without the consent of such person having been obtained.

SECTION 13.04. Nominations - How Made. All nominations shall be made from the floor of the Convention at the time designated on the official program.

SECTION 13.05. Ballots. The voting shall be by ballot only.

SECTION 13.06. Officers. A majority of all votes cast shall be necessary for the election of President. In the event that any ballot cast does not show a majority for any nominee for President, the President shall designate a time and place for further balloting for such office. Prior to the second ballot, the nominee having the lowest vote on the first ballot shall be dropped; and on each succeeding ballot the same procedures shall be followed until some nominee shall have received a majority of all votes cast. Among those nominated for an office other than President, the one receiving the highest vote, though less than a majority, shall be deemed elected.

SECTION 13.07. Regional Directors.

(a) Nomination. All of the eligible members attending the Convention from each region shall nominate a Regional Director in a manner prescribed by the Board of Directors of the RIRA.

(b) Election. A Regional Director from each Regional District shall be elected at the Annual Convention by the eligible members.

### **ARTICLE XIV**

#### **Vacancies in Office Between Conventions**

SECTION 14.01. President. In the event of a vacancy in the office of President occurring between Annual Conventions, the Vice President shall become President until the next Annual Convention. At that time the Convention shall fill the remaining term of office. If there is no Vice President to assume the day to day duties of the President, then the day to day duties of the President will be assumed in the order of Secretary, Treasurer, etc. until such time as the Board of Directors meet to appoint a new President. That meeting shall be within 90 days of the vacancy occurring.

SECTION 14.02. Vice President. In the event of a vacancy in the office of Vice President occurring between Annual Conventions, the Board of Directors shall elect a qualified RIRA member to fill the office until the next annual Convention. At that time the Convention shall fill the remaining term of office.

SECTION 14.03. Secretary and Treasurer. In the event of a vacancy in the office of any Secretary, the Treasurer or other office, the Board may likewise select a qualified RIRA member to fill such office until the next annual Convention. At that time the Convention shall fill the remaining term of office.

## **ARTICLE XV**

### **Revenues**

SECTION 15.01. Fees and Dues. The revenues of the RIRA shall be derived from fees and dues, fees from publications and supplies, and from contributions to RIRA.

SECTION 15.02. Dues.

Annual membership dues shall be set by the Board of Directors no later than October of each year. Timely payment of annual dues is one of the requirements for a member to maintain good standing.

## **ARTICLE XVI**

### **Finance and Accounting**

SECTION 16.01. Fiscal Year. The fiscal year of the RIRA shall be the calendar year.

SECTION 16.02. System of Accounts. The Board of Directors shall cause an efficient recognized system of accounts to be installed and maintained.

SECTION 16.03. Budget. Prior to the close of each fiscal year, the Board of Directors shall adopt a budget making appropriations therein for the ensuing year. Each budget shall specify the purpose and the amount of each appropriation, and shall include a statement of the estimated revenues of the RIRA for such annual period and the sources thereof. Any budget adopted by a prior Board of Directors may be accepted or rejected in whole or in part or substitutions and additions made, at the discretion of the newly elected Board of Directors.

SECTION 16.04. Disbursements. All disbursements shall be made solely by check, money orders, or electronic funds transfer.

SECTION 16.05. Depositories. The Board of Directors shall designate the depositories of all funds of the RIRA.

SECTION 16.06. Signers of Checks. The Board of Directors shall have the power to authorize such officers and employees as in its judgment may seem advisable to execute and countersign the checks aforesaid, and to do and perform such other acts as will carry out the purpose and objects of this article.

SECTION 16.07. Audit of Accounts. The President shall select, with approval of the Board of Directors, a recognized and acceptable accountant to audit or review the books of accounts of the RIRA annually or at more frequent time periods and shall require an audit at least every two (2) years. The Secretary and Treasurer shall submit their books and all other records for audit whenever required by the Board of Directors.

## **ARTICLE XVII**

### **Official Publications**

SECTION 17.01. Policy.

(a) The Board of Directors shall have full control of all questions of policy of the official publications.

(b) The Board of Directors shall appoint a Publications Committee composed of seven (7) members and consideration shall be given to members qualified in editorial, advertising and business experience, and said committee shall execute the policies as determined and directed by the Board of Directors.

(c) All actions of the Publications Committee are subject to approval of the Board of Directors.

**ARTICLE XVIII**  
**Parliamentary Authority**

SECTION 18.01. Robert's Rules of Order, as same shall be revised from time to time, shall be the parliamentary authority for all matters of procedure not specifically covered in the By-Laws of the RIRA.

**ARTICLE XIX**  
**Publication of By-Laws**

SECTION 19.01. At the conclusion of each Convention where any amendments are made to the By-Laws, the By-Laws Committee shall be charged with the authority and the responsibility to cause and supervise and the publication of the By-Laws as in effect at the end of that Convention. Draft copies of the By-Laws as amended shall be furnished by the out-going Chairman of the By-Laws Committee to each outgoing member of the By-Laws Committee, and to the newly-elected officers. Each such person shall then make comment and return them to the outgoing Chairman who shall then be authorized with the advice of his committee to cause and supervise the publication and circulation of the By-Laws. The By-Laws shall be dated as of the closing date of the Convention each year.

**ARTICLE XX**  
**Amendments to By-Laws**

SECTION 20.01. Place and Vote Needed. Amendments to these By-Laws shall be made only at a regular or special Convention of the RIRA by a two-thirds vote of the eligible members present and voting.

SECTION 20.02. Notice Required and Limitations. Proposed amendments to the By-Laws shall be delivered or mailed to the Secretary of RIRA at least thirty (30) days prior to the date of the Convention. The Convention shall have power to revise the text of such amendments in approving the same, but shall adhere to the subject matter thereof as specified by the By-Laws Committee.

**ARTICLE XXI**  
**Political Action Committees**

SECTION 21.01. Establishment of Political Action Committees.

Only the RIRA Board of Directors may establish state or federal Political Action Committees or PACs in the name of the RIRA.

**ARTICLE XXII**  
**Severability**

SECTION 22.01. In the event that any portion of these bylaws is in violation of the bylaws of the NFRA, the By-Laws of the NFRA shall prevail, and the remainder of these bylaws shall remain effective.

SECTION 22.02. In the event that any portion of these bylaws is in violation of any federal or state law, said law shall prevail and the remainder of these bylaws shall remain effective.

**ARTICLE XXIII**  
**Organizational Miscellany**

SECTION 23.01. Gender. The masculine personal pronoun may be used generically to apply to both males and females.