

BYLAWS
OF
TESTPAC
POLITICAL ACTION COMMITTEE

1. NAME

- 1.1 The name of this organization shall be TestPAC (the “Organization”).
- 1.2 The name may be changed by a 4/5 majority vote of the Board of Directors.

2. OFFICIAL WEBSITE AND ADDRESS

- 2.1 The official website of the Organization shall be located at www.testpac.org
- 2.1.1 Our principal area of discussion and debate will be www.reddit.com/r/testpac.

3. ORGANIZATION

- 3.1 The Organization shall be a voluntary, non-profit organization operating independently of any corporation or other organization.
- 3.2 The Organization is a Federally Registered Political Action Committee.

4. Definitions

The following terminology is defined as following;

- 4.1 The “Board” is The Organization’s Board of Directors.
- 4.2 A “Board Member”, “Officer”, or “Director” is an officer on The Board.
- 4.3 The “Emeritus Advisory Board” or The “EAB” is an advisory board comprised of past members of The Board, excluding those that were removed as outlined in Section 9.

4.4 The “FEC” is the Federal Election Commission.

4.5 The “Organization” is the term used to refer to TestPAC.

4.6 “Reddit” is a free, open-source discussion platform on the internet used by The Organization.

4.7 The “Reddit Community” consists of users of Reddit who subscribe to the Subreddit

4.8 “The Subreddit” is the subscribable forum found at www.reddit.com/r/testpac

4.9 A “Subreddit” is a section of reddit.com dedicated to one purpose, such as this organization.

4.10 The “Voting Community” is any individual who has contributed \$1 or more to The Organization.

5. PURPOSES AND POWERS

5.1 The purpose of The Organization is to promote internet equality, accessibility and freedom.

5.1.1 To further these purposes, The Organization is empowered to solicit, directly or indirectly, and accept, voluntary personal and PAC contributions, and to make expenditures in connection to influence the selection, nomination, or election of any individual to any Federal office through;

5.1.1.1 independent expenditures, and

5.1.1.2 direct contribution to political committees.

5.2 The Organization, The Board, The Reddit Community, The Voting Community, and The Emeritus Advisory Board possess and may exercise all powers and privileges set forth in these by-laws, together with all powers and privileges necessary or convenient to the conduct, promotion, or attainment of the purposes of the Organization in accordance with the by-laws.

6. Powers and Responsibilities of the Board

6.1 The Officers of The Organization shall collectively be known as The Board of Directors and individually be known as a Board Member or Officer.

6.1.1 The Board must include a treasurer.

6.1.1.1 The Treasurer shall be the chief financial officer of the Organization

6.1.1.2 The Treasurer shall

6.1.1.2.1 keep the financial and other records of the Organization,

6.1.1.2.2 comply with all applicable requirements required by law,

6.1.1.2.3 file appropriate state and municipal disclosures,

6.1.1.2.4 sign off on all expenditures, and

6.1.1.2.5 shall perform such other duties as may be assigned by the Board.

6.1.1.3 The treasurer may veto expenditures only if they violate a law or make the Organization, its members, or its officers liable for punitive damages.

6.1.2 Individual titles for the remaining Board Members may be created by a vote of the Board

6.1.3 The number of Board Members must be either 5 or 7, unless there is an unfilled vacancy.

6.1.4. Board Members will be elected by a simple majority of votes cast by The Voting Community, AND a simple majority of The Board.

6.2 The Board shall be responsible for all aspects of The Organization's operations not specifically allocated to The Voting Community, Reddit Community and The Emeritus Advisory Board.

6.2.1 This includes, but is not limited to:

6.2.1.1 the managing of finances,

6.2.1.2 fundraising,

6.2.1.3 making general expenditures,

6.2.1.4 making independent expenditures (pursuant to Section 7.5),

6.2.1.5 making campaign donations (pursuant to Section 7.6),

6.2.1.6 forming and dissolving permanent and ad-hoc committees as needed, and

6.2.1.7 managing the day-to-day operations of The Organization

6.3 The Board shall ensure that The Organization is in compliance with all FEC regulations, and federal and state laws.

6.4 The Board shall uphold The Organization's principal of transparency without abridging the need for online privacy, while executing its mission to advocate for internet rights and freedoms.

6.5 The Board shall publish a quarterly report

6.5.1 The report will contain all information required by law, plus the first name, last initial, state, and the date of the contribution for all donations over \$100.

6.6 The Board shall engage The Reddit Community in providing input, feedback, and discussion on all major matters.

7. Powers and Responsibilities of the Reddit Community

7.1 The Reddit Community shall work with The Board to accomplish The Organization's goals by providing input, feedback, and discussion on all major matters.

7.2 The Reddit Community shall, when possible and applicable, offer their technical knowledge and skill to The Board.

7.2.1 Examples of knowledge and skills include graphic design, web

development, video production, legal advice, PR services, and more.

8. Powers and Responsibilities of the Voting Community

8.1 The Voting Community must approve any candidate endorsement by a simple majority of votes cast. In order for a candidate committee to receive funding from the Organization, the candidate must be endorsed.

8.2 The Voting Community must approve any payment made to a board member for services rendered over \$250 in aggregate during a fiscal year.

8.2.1 This section does not apply to reasonable reimbursements for expenses incurred while acting in their capacity as officers with prior consent of the Board.

9. Powers and Responsibilities of the Emeritus Advisory Board

9.1 Only emeritus board members are eligible to join the EAB.

9.1.1 All emeritus board members are eligible,

9.1.1.1 unless their term was ended in accordance with Section 10.1

9.2 The maximum size of the EAB shall be 13 members

9.2.1 in the event the EAB exceeds 13 members, the Board will remove by a majority vote as many EAB members as they deem necessary.

9.3 To join the EAB, an emeritus Board Member must be approved by a majority vote from The Board and a majority vote from the EAB.

9.4 The EAB shall have the removal powers outlined in Section 10.1

9.5 The EAB may vote to break ties in cases where a Board member recuses himself from a vote.

9.5.1 In this case, the majority view of the EAB shall constitute one vote for each Officer it replaces.

10. Removal

10.1 The Removal of Board Members

10.1.1 Through the EAB

10.1.1.1 The Voting Community can petition the Emeritus Advisory Board to call for a vote on the removal of a Board Member.

10.1.1.1.1 A group of no less than 2.5% of the total Voting Community must sign the petition for removal.

10.1.1.2 The EAB shall determine whether or not a vote is necessary

10.1.1.2.1 A vote shall only be necessary if the EAB decides, by a 2/3rds majority vote, that a Board Member has been grossly negligent or malicious in his or her stewardship of The Organization.

10.1.1.3 If the EAB determines that a vote is necessary, a 75% majority vote of votes cast from The Voting Community is necessary to remove the Board Member.

10.1.1.4 The Voting Community, The EAB, and the Board Member in question, shall all have the opportunity to have a written statement displayed on the voting page. A discussion will also take place in the subreddit.

10.1.2 A Board member may be removed by a unanimous vote from the other Board Members.

10.1.3 Any Board Member found guilty of a felony, or found to have purposely and willfully violated FEC regulations in a manner which results in a fine to The Organization shall be immediately removed from the Board.

10.2 The Removal of EAB Members

10.2.1 removal of an EAB Member requires either

10.2.1.1 a 2/3rds vote from the other EAB members, or

10.2.1.2 a unanimous vote by the Board

10.2.2 Any EAB member found guilty of a felony, or found to have purposely and willfully violated FEC regulations in a manner which results in a fine to The Organization shall be immediately removed from the EAB.

11. ADOPTION, AMENDMENTS AND BY-LAWS

11.1 The by-laws shall be adopted by a majority approval by the Voting Community, a majority approval of the Board, and a majority approval of the Emeritus Advisory Board.

11.2 Before ratification, the by-laws may be amended freely by The Board and the EAB.

11.3 After ratification, the by-laws may be amended or dissolved and rewritten with a 2/3rds majority vote of the Voting Community or a unanimous vote from The Board and a simple majority vote of the Voting Community

12. DISSOLUTION

12.1 The Organization may be dissolved at any time by a 2/3rds majority vote of The Board AND a 2/3rds majority vote of The EAB.

12.2 In the event of such dissolution, all funds contained in The Organization's campaign depository shall be distributed in a manner appropriate to existing law

12.2.1 the funds shall not be distributed to any Board Member or EAB Member unless a debt is owed to them.

12.2.2 Any funds left over will be donated to a charity of the treasurer's choice connected to the stated mission of the Organization.