

BYLAWS FOR 2018
Golden Corridor Republican Women
Chartered in Collin County, Texas in April 1990
Approved February 6, 2018

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GCRW 2018 BYLAWS

ARTICLE I – Name

The name of the organization is Golden Corridor Republican Women (GCRW). The address will be determined by the incumbent president.

ARTICLE II – Objectives

The objectives of this organization shall be to:

Support the objectives and policies of the Republican National, State, and County Executive Committees and to work for the election of the Republican Party's nominees;

Promote an informed electorate through political education and activity;

Increase the effectiveness of women in the cause of good government through active political participation;

Facilitate cooperation among Republican women;

Foster loyalty to the Republican Party and promote its principles and candidates in all elections including non-partisan elections; and

Work for the election of the Republican Party's nominees on the local, state, and national levels.

ARTICLE III – Policy

1. Candidate Endorsement

This organization, its President and its Campaign Activities Chairmen shall not publicly endorse any candidate for public office in contested Republican primaries, runoff elections and special elections and/or non-partisan public elections when more than one Republican is in the race. No candidate shall use the Texas Federation of Republican Women (TFRW) logo in any political advertising, and any political advertising shall contain the following disclaimer: "This endorsement is given by the individual(s) only, NOT the Texas Federation of Republican Women."

2. Working for a Candidate

Individual members of this organization, with the exception of the President and the Campaign Activities Chairmen, may work for any candidate of their choice in contested Republican primaries, but not in the name of the organization.

3. Endorsement Exemption

This article pertains only to contests between Republican candidates for public office. Officers of this organization who are candidates, or whose husband or a member of her family is a candidate, shall be exempt from this rule, but may not endorse in the name of the organization.

4. Controversial Issues

This organization and its Board of Directors shall not issue statements, pass resolutions, or distribute literature on controversial issues in the name of the organization without first polling its members and obtaining a two-thirds (2/3) written vote of approval of the active membership.

5. Lobbying

There shall be no lobbying with Legislators using the name of TFRW by a federated local organization or any individual member without the express permission of the Board of Directors of TFRW.

6. PAC

This club shall be a PAC and shall be registered with the Texas Ethics Commission.

7. Candidate Fairness

After the end of the filing period for any office and ending the day after the final election for that office, it is the policy of TFRW that all Republican candidates for that office shall be treated fairly and equitably. When one Republican candidate for an office is invited to speak at a Federation or club meeting, then all Republican candidates for that office shall be offered equal presentation time at the same meeting or another meeting before the election.

8. Delivery of Records

All officers and all committee chairmen and vice chairmen shall deliver all records, files, passwords, social media administrative rights, and properties of the club to their successor before December 31 of the year in which she is retiring from office, or within

3 days of leaving the position if earlier than December 31, unless otherwise directed by the club President or Executive Committee. Failure to meet the deadlines may result in the termination of her membership by the club.

ARTICLE IV – Membership

1. Eligibility

Any woman believing in the philosophy of the Republican Party and in the objectives of this organization who is a United States citizen and a registered voter shall be eligible for membership.

2. Active (Primary) Member

An active member is a woman who meets the eligibility requirements of this organization, has paid the annual dues, and has not designated another TFRW club as her primary club. She shall enjoy the full privileges of membership, which includes voting.

3. Delegate Representation

An active member may be counted in one local organization only for the purpose of delegate representation to the conventions of TFRW and National Federation of Republican Women (NFRW), and that will be the only local organization in which she may hold office. Her dues and name shall be submitted to the TFRW from that local primary club only.

4. Associate Member

Woman: A Republican woman may be an associate member if she is an active (primary) member of another federated local organization but wishes to support GCRW and pays the required annual dues. She may speak to a motion but cannot propose a motion. She cannot hold office, be on a standing committee, vote or be counted in determining the number of delegates to National or State Federation meetings or conventions.

Man: A Republican man may be an associate member if he pays the required annual dues. He cannot hold office, be on a standing committee, have a voice or vote or be counted in determining the number of delegates to National or State Federation meetings or conventions.

Youth: A Republican Youth, under 18 years of age, may be an associate member if he/she pays the required annual dues. He/She cannot hold office, be on a standing committee, have a voice or vote or be counted in determining the number of delegates to National or State Federation meetings or conventions.

5. Transferring Membership

Individual members may resign or transfer their membership in accordance with provisions in the bylaws of the TFRW.

6. Causes for Removal

No local organization shall publicly endorse or work for a known candidate of another party in a partisan or non-partisan race where a Republican is in the race. When more than one Republican is in a non-partisan or partisan race, no organization, organization President or Campaign Activities Chairmen shall publicly endorse or work for any candidate in said race. If an organization violates this policy, it shall be the responsibility of the TFRW Executive Committee to remove the club from the Federation.

ARTICLE V – Dues

1. Membership Dues

Annual membership dues shall be payable in December and shall be delinquent if not paid by the February general meeting.

2. Amount of Dues

Dues for all members – active, associate woman, associate man, and youth – shall be determined by the Board of Directors.

3. Per Capita Dues and Annual Service Charges

This organization and its members shall be members of TFRW and NFRW and shall pay per capita dues and the annual service charges of TFRW and NFRW.

4. Fiscal Year

The fiscal year of this organization shall be from January 1st through December 31st.

ARTICLE VI – Board of Directors

1. Members of the Board of Directors

The Board of Directors shall consist of the Officers and the Standing Committee Chairmen.

2. Term of Office

The term of office for the Board of Directors shall last one year. The Board of Directors shall assume their duties on January 1 of the year following their installation.

No member of the Board of Directors may succeed herself more than once, except by unanimous vote of the Board of Directors. Special consideration should be given to board members who are uniquely qualified to serve in their positions and who would be difficult to replace after two years, *e.g.*, Historian, Ways and Means, Directory, and VP Technology & Webmaster.

3. Eligibility

Those serving on the Board of Directors shall be a registered voter, a member in good standing, and will have paid her local, state, and national dues.

ARTICLE VII – Officers

1. Officers

The Officers of this local organization shall be comprised of President, Executive Vice President, Vice President of Programs, Vice President of Legislation, Vice President of Membership, Vice President of Community Impact, Vice President of Awards, Vice President of Information Technology, Secretary, Treasurer, and Parliamentarian. Officers must first serve a full term as a Committee Chairman. An exception will be made when attempting to fill the office of Treasurer with an accountant.

2. General Duties of Officers

Make recommendations and advise as to the policies of the organization, including standing rules.

Transact any necessary business between meetings.

Elect one member to serve as Chairman of the Nominating Committee.

Exercise the applicable bylaws provisions when a vacancy occurs in elected or appointed office.

Elect one member to the Political Action Committee to determine disbursements to candidates.

Prepare and approve the annual budget and present it to the Board of Directors for approval.

3. Specific Duties of Officers

This organization shall have the following eleven officers: President, Executive Vice President, VP Programs, VP Membership, VP Legislation, VP Awards, VP Technology & Webmaster, VP Community Impact, Recording Secretary, Treasurer, and Parliamentarian.

In addition to the list of specific duties passed out to board members at the January retreat each year, the duties of certain officers include:

President

Preside at all meetings of the organization and Board of Directors.

Represent the organization or designate a representative in her absence.

Appoint chairmen for the standing committees with the approval of the Board of Directors, or delegate this function or part of this function to the Nominating Committee.

Appoint a Parliamentarian, if the immediate past president declines the position.

Appoint one member to serve on the Nominating Committee.

Supervise the work of the organization.

Sign checks in case of emergency when the Treasurer is unable to do so.

Serve as an *ex officio* member, without voting rights, of all committees, except the Nominating Committee.

Appoint one member to serve as the Chairman of the Political Action Committee or delegate this function to the Nominating Committee.

Appoint one or more members to an Internal Review Committee to review the Treasurer's accounts and report at a time no later than the February Board of Directors meeting; or alternatively, delegate this function to the Nominating Committee.

Executive Vice President

Serve as the presiding officer in the absence of the President.

Stay informed of the activities of the President and assist the President.

Work closely with the Board of Directors and assist with communication between Officers and the Committee Chairmen.

Serve as an *ex officio* member of all committees, except the Nominating Committee.

Vice President of Programs

Work with the President and Vice President of Awards and plan appropriate programs for the general membership.

Communicate with the meeting venue, arrange for payment, access, set-up of the meeting room for all meetings.

Work closely with the Chairmen of the Hospitality Committee, Outreach Committee, Scholarship Committee, and Special Events Committee (Membership Lunch, Socials, Christmas).

Send thank-you notes to each speaker, following their engagements.

Vice President of Membership

Distribute, collect, and maintain the membership forms.

Report pertinent membership information at the Board of Directors meetings.

Provide notices of unpaid dues to members.

Work closely with the Chairmen of Membership Database, Directory, Greetings, and Ways and Means Committees.

Vice President of Community Impact

Lead the Campaign Activities Committee Chairmen for Collin County, Dallas County, and Denton County.

Work closely with the Political Action Committee, Chairmen of the Collin County Lincoln Day Dinner, Denton County Lincoln Reagan Dinner, Dallas County Reagan Dinner, Literacy, and RNC for Life Committees.

Vice President of Legislation

Keep the membership informed of state and national legislation.

Work closely with the Chairmen of the Education, Homeland Security, National Liaison, and State Liaison Committees.

Vice President of Awards

Work with the President and Vice President of Awards and plan appropriate programs for the general membership.

Ensure that the organization plans and meets all NFRW and TFRW criteria for awards.

See that all awards forms are filled out and mailed before the deadlines.

Work closely with the Chairmen of the Caring for America and Public Relations Committees.

Vice President of Technology & Webmaster

Manage all aspects of the Wild Apricot website. Coordinate with the President on which board members should have administrative and read-only access.

Work closely with the Chairmen of the Membership Database, Newsletter, and Public Relations/Social Media Committees.

Maintain the password necessary for giving the President, Executive Vice President, Programs Chair, and Social Media Chair the appropriate level of administrative access to GCRW's social media outlets such as Facebook.

Coordinate all forms of media utilized by the club including training as needed.

Secretary

Record attendance and determine that a quorum is present at meetings.

Keep factual and unbiased minutes of all meetings of the organization and the Board of Directors and submit those minutes for approval at the next Board Meeting.

Assist the President in preparing the agenda for meetings.

Serve as custodian of all records and papers of the organization.

Work closely with the Chairmen of Americanism, Bylaws, and We Care Committees.

Work closely with the Chaplain, Corresponding Secretary, and Historian.

Treasurer

Receive and serve as custodian of all funds of the organization and keep records of all monies accrued by the organization.

Deposit funds in GCRW's bank account.

Disburse funds as budgeted or as directed by the President or Board of Directors.

Give a current financial report at each meeting.

Disburse required per capita dues and annual service charges to the state and national federations.

Maintain a current list of memberships she has mailed to TFRW.

Assist the Officers with the preparation a projected budget for each fiscal year and submit it to the Board of Directors for approval at the January Board Meeting.

Work closely with the Political Action Committee Chairman in disbursing funds to candidates.

Provide adequate records and file reports as required by the Texas Ethics Commission, Texas Election laws, and U.S. Internal Revenue Service.

Submit her financial records for Internal Review for an end of year review prior to the first general meeting in February and to be present during the review.

Parliamentarian

Advise on all points of order pursuant to Robert's Rules of Order and according to the By-Laws and Standing Rules.

Perform such other duties as the President or Board of Directors may designate.

ARTICLE VIII – Committees

1. Standing Committees

The Standing Committees of this organization *may* include the following committees, or any other committee created at the Board’s discretion: Americanism, Bylaws, Caring for America/We Care, Chaplain, Corresponding Secretary, Collin County Campaigns, Dallas County Campaigns, Denton County Campaigns, Collin County Lincoln Day Dinner, Dallas County Reagan Day Dinner, Denton County Lincoln Reagan Day Dinner, Directory, Education, Greeting, Historian, Homeland Security, Hospitality, Internal Review, Literacy, Membership Database, National Liaison, Newsletter, Outreach, Political Action Committee (PAC), Public Relations/Social Media, Republican National Coalition for Life, Scholarship, State Liaison, Special Events (Membership Luncheon, Socials, Christmas), Ways and Means.

2. Special Committees

The Special Committees of this organization may include: Executive Advisory Council, Budget/Finance, and Nominating.

3. General Duties of the Standing Committee Chairmen

A Standing Committee Chairman will lead each committee and shall be responsible for recruiting committee members, planning meetings of the committee, and planning applicable committee activities subject to approval by the Board of Directors.

4. National Liaison

The National Liaison Chair shall interface with national organizations and keep the President and Board informed of current activities of national organizations.

5. State Liaison

The State Liaison Chair shall interface with state organizations, keep the President and Board informed of current activities of state organizations, and coordinate GCRW’s activities at TFRW Legislative Day in Austin and the TFRW convention.

6. Campaigns – Collin County

The Collin County Campaigns Chair shall coordinate the collection of volunteer hours for active/primary members of GCRW and male/youth members who do not report their hours to another club, report the number of total volunteer hours to TFRW on a quarterly basis, lead the Campaign Activities Committee in Collin County, and serve as a member of the Political Action Committee.

7. Campaigns – Dallas and Denton Counties

The Dallas and Denton County Campaigns Chairs shall lead the Campaign Activities Committee in each Chair’s respective counties, and serve as members of the Political Action Committee.

8. Internal Review

An Internal Review shall be conducted to review the financial records as of December 31st, annually, and submit a report no later than the February board meeting. If possible, the Internal Review Chair will be a professional accountant. The Treasurer shall be present at the review.

9. Executive Advisory Council

An Executive Advisory Council may consist of past Presidents and Officers of the Board of Directors, selected by the current President with approval by the Board of Directors. The Executive Advisory Council will be ex-officio members of the Board of Directors and will assist the President in long-range planning and suggestions for the upcoming year. Any decisions or actions taken on these suggestions are subject to the consideration and approval of the Board of Directors.

10. Political Action Committee

The Political Action Committee shall be comprised of six members: the three Campaign Chairs, one member appointed as PAC Chairman by the President (or the Nominating Committee if the President chooses to delegate that function), one member elected from the Board of Directors, and one member who is not currently serving on the Board of Directors that is elected from the general membership. The PAC Chairman and Campaign Chairmen for Collin, Dallas, and Denton Counties shall be inducted along with the Board of Directors at the December meeting. The additional two members shall be elected no later than 30 days after the primary and/or runoff.

The Treasurer shall meet with the Board no later than 30 days after the primary and/or runoff to determine the amount of funds to be donated to candidates.

All members of the PAC shall screen and recommend the recipients of the contributions from GCRW. A hearing with date, time, and place specified by the PAC shall be held within sixty (60) days after the primary or primary runoff where the candidate or individual members of the organization can present their case for a candidate. Such hearing shall be listed in the newsletter and announced at a regularly scheduled organization meeting. In the event a member or the candidate cannot attend the hearing, a written request shall be considered if received prior to the hearing. The PAC will research and evaluate all

requests prior to a subsequent Committee meeting. The recommendations will then be taken to the Board of Directors. With the approval of the Board of Directors, the overall recommendations will then be taken to the general membership meeting for a vote.

Distribution of funds for the general election shall be made promptly after the primary election, accompanied by a letter of transmittal prepared for the GCRW President's signature.

According to law, GCRW cannot make contributions to national candidates. Contributions may be made to candidates in non-partisan races if the candidates are known to be Republicans. Any candidate running unopposed in the general election shall not be considered for funds. Consideration shall be given to the importance of the office to the Republican Party and to the ability to win that office and shall be ranked accordingly. Financial need of the candidate as researched and evaluated by the Committee shall be considered.

The GCRW Treasurer is the PAC Treasurer and shall serve as treasurer of the fund and shall be registered with the Texas Ethics Commission. She may delegate to an assistant PAC Treasurer who will work closely with the Treasurer to ensure that adequate records are available as required by the Texas Ethics Commission and Texas Election laws. She shall file all reports required by the same in a timely manner and according to Texas Ethics Commission Rules.

If a candidate or member of a candidate's family is a member of the PAC, that person shall excuse herself from participating in the method of distribution of funds during that particular candidate's campaign. Any member of the PAC serving as a Campaign Chairman or Treasurer or an employee for a candidate being considered shall excuse herself from participating and voting on that candidate.

If a member of the Committee is unable to complete her term, the following procedures shall be followed: If the member was originally appointed by the President, then President will appoint a new member. If the member was originally elected by the Board of Directors, then the Board of Directors will elect a new member. If the member was originally elected by the general membership, then the general membership shall elect a new member.

The Golden Corridor Republican Women Political Action Committee shall follow the PAC standing rules as adopted by the Board of Directors and amended when needed to abide by the Texas election laws and the opinions issued by the Texas Ethics Commission.

ARTICLE IX – Nominations and Elections

1. Nominating Committee

The purpose of the nominating committee is to select and nominate officers to serve on the board in the following year. The Nominating Committee shall consist of one member elected no later than April by the Board of Directors to serve as Chairman, one member appointed no later than April by the President, and one member elected by the members present at a general meeting no later than May. One alternate shall be elected by the Board. The President shall not be a member of the Nominating Committee. Members of the Nominating Committee shall not succeed themselves.

2. Committee Rules

Those wishing to be nominated for an office shall directly notify the Nominating Committee as soon as possible. The Nominating Committee may actively recruit potential nominees and may themselves submit names of potential officers and shall interview prospective candidates. The Nominating Committee shall take into consideration past job performance, qualifications for a specific job, and the ability of the potential nominee to work well with other board members and to represent GCRW in a positive manner.

A member of the Nominating Committee who wishes to be considered for an office shall excuse herself while that office is being considered. The alternate will fill her position during this deliberation. If more than one committee member seeks the same office, the President shall appoint any additional alternates that are needed. The Committee shall limit the number of its own members who may be nominated for an Officer position to no more than one.

Members of the Nominating Committee shall be present at all Nominating Committee meetings and shall all be supplied with the same information.

3. October Board Report

In October, the Nominating Committee shall give its completed report to the board with one nominee for each board position.

4. November General Meeting

At the November general meeting, the Nominating Committee shall submit one nominee for each position on the Board of Directors, with prior consent of the nominees. Nominations may be made from the floor following the report of the Nominating Committee, provided such nominees have given prior consent.

The Board of Directors shall be elected at the November general meeting by the membership. Election for contested officers shall be by closed ballot and a plurality of all active member votes cast shall constitute the election. Uncontested elections may be held by voice vote. There shall be no proxy voting or absentee voting.

The Nominating Committee is automatically discharged when its report is presented to the membership.

5. Vacancies

In the event a vacancy occurs in the office of President, the Executive Vice President shall assume the duties of President for the unexpired portion of the term and the Board of Directors shall elect an Executive Vice President by a two-thirds vote of the Board members present and voting. In the event a vacancy occurs in an office other than President or Executive Vice President, the Board of Directors shall have the option of leaving the office vacant or calling for a special election at the next regular meeting. If a special election is called, the Board of Directors shall recommend a candidate for the office. If a Chairman vacancy occurs, the President shall have the option of filling it or leaving it vacant.

Vacant seats may not be filled by a candidate, or a family member of a candidate, for an elected public office.

ARTICLE X – Meetings and Quorums

1. Annual Meeting

The annual meeting of this organization shall be held in November at which time the Board of Directors shall be elected and committee folders containing records and reports shall be submitted to the President.

2. Regular General Meetings

Regular general meetings of GCRW shall be on the first Tuesdays of the month, beginning with January and ending in December, unless otherwise ordered by the Board of Directors. There shall be no fewer than five regular meetings per year.

3. Special General Meetings

Special general meetings shall be held by e-mail by request of the President, or upon request of twenty-five members, with seven days advance notice by e-mail to the membership. No other business shall be considered at a special general meeting.

4. Quorum for Regular General Meetings

Ten percent of the active membership, of which three are Officers, shall constitute a quorum for all meetings of the general membership.

5. Quorum for Special General Meetings

A quorum for a special general meeting of the membership shall be a simple majority of the members present.

6. Regular Meetings of the Board of Directors

Regular meetings of the Board of Directors shall be held prior to the general meeting at such time and place as may be determined by the President. The Officers shall meet as deemed necessary by the President.

7. Special Meetings of the Board of Directors

Special meetings of the Board of Directors may be called by the President or upon the request of a majority of members of the Board with three-day advance notice by email and/or telephone. The purpose of the meeting shall be stated in the email and/or call and no other business shall be transacted.

8. Quorum for Board of Directors Meetings

A quorum for a meeting of the Board of Directors shall be a majority of the board members present at the meeting. The Special Events Chairmen (Christmas, Socials, Membership Luncheon) each have one vote. Board members holding more than one position on the board, however, shall be entitled to a single vote. Each Standing and Special Committee shall be entitled to a single vote cast by its Chairman.

9. Quorum for Special Meetings of the Board of Directors

A quorum for a special meeting of the Board of Directors shall be a majority of the board members present at the special meeting. Board members holding more than one position on the board shall be entitled to a single vote. Each Standing and Special Committee shall be entitled to a single vote cast by the Chairman.

10. Other Meetings and Events

GCRW shall not promote or advertise through its website or mass emails to all membership upcoming meetings, functions, events, efforts, or services unless they are GCRW's own, or unless GCRW is co-sponsoring or participating (such as purchasing a table at a fundraiser) in them.

ARTICLE XI – TFRW & NFRW Representation

1. TFRW Delegates and Alternates

One delegate and one alternate for each ten members and an additional delegate and alternate for a remainder of six to nine members shall represent this organization at the Biennial Convention of TFRW. If more members are interested in attending than the allotted delegate and alternates permitted, then delegates and alternates shall be elected by ballot at the August meeting and ranked according to the number of votes cast.

2. NFRW Delegates and Alternates

One delegate and one alternate elected by the Board of Directors at the May board meeting shall represent this organization at the Biennial Convention of NFRW.

ARTICLE XII – Parliamentary Authority

Robert's Rules of Order, Newly Revised, or the latest edition thereof, shall govern all proceedings except where inconsistent with the Bylaws of the organization, those of TFRW or NFRW.

ARTICLE XIII – Amendment of Bylaws

These Bylaws may be amended by a two-thirds vote of the active members present and voting at any regular or special meeting of the organization, or by two-thirds vote of those responding by e-mail, provided notice of the proposed amendment shall have been given in writing or by e-mail to all members at least thirty days prior to the meeting or close of e-mail voting which shall be thirty days following the sending of the proposed amendment by e-mail.

Failure to submit bylaws amendments to the TFRW Vice President of Bylaws for approval before the amendments become effective by membership vote is grounds for removal from TFRW.

These Bylaws shall be reviewed once every two years promptly after the state convention and submitted to the Vice President – Bylaws of TFRW. Amendments will become effective upon receipt of approval. When an amendment is adapted to the Bylaws of TFRW which affects Bylaws of the local organization, GCRW shall automatically amend its Bylaws to conform. The membership shall be notified of such mandatory amendments, but no further action will be required.

ARTICLE XIV – Dissolution

This organization may be dissolved by a two-thirds vote at any meeting of the organization, provided that notice of the dissolution has been submitted in writing at the previous meeting

and has been sent by mail and e-mail if possible to all members of the organization. In the event of dissolution, the Board of Directors shall, after payment of all liabilities of the organization, distribute any remaining assets to TFRW. No funds shall inure to the benefit of any individual member. The GCRW Treasurer will file an "Affidavit of Dissolution" with the Texas Ethics Commission as prescribed by law. The GCRW records are to be kept for five years by the local organization President.

Revisions: 1/1994, 10/1994, 12/1994, 2/1996, 8/1998, 10/2002, 9/2005, 8/2008, 11/2014, 11/2015

**Golden Corridor Republican Women
2018 Board Positions**

Officers

- President
- Executive Vice President
- VP Programs
- VP Membership
- VP Legislation
- VP Community Impact
- VP Awards
- VP Technology & Webmaster
- Recording Secretary
- Treasurer
- Parliamentarian (Presidential Board Appointment)

Special Committees

- Budget/Finance
- Executive Advisory Council
- Nominating

Standing Committees

Americanism	Hospitality
Bylaws	Internal Review
Caring for America & We Care	Literacy
Chaplain	Membership Database
Corresponding Secretary	National Liaison
Collin County Campaigns	Newsletter
Dallas County Campaigns	Outreach
Denton County Campaigns	Political Action Committee (PAC)
Collin County Lincoln Day Dinner	Public Relations/Social Media
Dallas County Reagan Day Dinner	Republican National Coalition for Life
Denton County Lincoln-Reagan Day Dinner	Scholarship
Directory	State Liaison
Education	Special Events (Membership Luncheon, Socials, Christmas)
Greeting	Ways and Means
Historian	
Homeland Security	