

Bylaws

Golden Corridor Republican Women
Chartered in Collin County, Texas, April 1990
Approved November 12, 2015

ARTICLE I – Name

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

ARTICLE II – Objectives

The objectives of this organization shall be:

- a) 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;
- b) To promote an informed electorate through political education and activity;
- c) To increase the effectiveness of women in the cause of good government through active political participation;
- d) To facilitate cooperation among Republican women;
- e) To foster loyalty to the Republican Party and promote its principles and candidates in all elections including non-partisan elections;
- f) To work for the election of the Republican Party's nominees on the local, state, and national levels.

ARTICLE III – Policy

Section 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 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."

Section 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.

Section 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.

Section 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 total membership.

Section 5. Lobbying:

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

Section 6. PAC:

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

Section 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.

ARTICLE IV – Membership

Section 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.

Section 2: Active Member:

An active member is a woman who meets the eligibility requirements of this organization and has paid the annual dues. She shall enjoy the full privileges of membership, which includes voting.

Section 3. Delegate Representation:

An active member may be counted in one local organization only for the purpose of delegate representation to the conventions of the Texas Federation of Republican Women and National

Federation of Republican Women, 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 organization only.

Section 4. Associate Member:

- a) **Woman:** A Republican woman may be an associate member if she is an active 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 committee, vote or be counted for the purpose of determining the number of delegates to National or State Federation meetings or conventions.
- b) **Man:** A Republican man may be an associate member if he pays the required annual dues. He cannot hold office, be on a committee, have a voice or vote or be counted for the purpose of determining the number of delegates to National or State Federation meetings or conventions.
- c) **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 committee, have a voice or vote or be counted for the purpose of determining the number of delegates to National or State Federation meetings or conventions.

Section 5. Transferring Membership:

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

Section 6. Per Capita Dues:

This organization and its members shall be members of the Texas Federation of Republican Women and the National Federation of Republican Women and shall pay per capita dues and the annual service charges of TFRW and NFRW.

Section 7. 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

Section 1. Membership Dues:

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

Section 2. Amount of Dues:

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

Section 3. Annual Service Charges:

This organization shall pay the annual service charges as required by the Texas Federation of Republican Women and the National Federation of Republican Women.

Section 4. Fiscal Year:

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

ARTICLE VI – Officers

Section 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.

Section 2. General Duties of the Officers:

The general duties of the Officers are as follows:

- a) To make recommendations and advise as to the policies of the organization.
- b) To transact any necessary business between meetings.
- c) To elect one member to serve as Chairman of the Nominating Committee.
- d) To exercise the applicable bylaws provisions when a vacancy occurs in elective office.
- e) To elect one (1) member to the Political Action Committee to determine disbursements to candidates.
- f) To prepare and approve the annual budget and present it to the Board of Directors for approval.

Section 3. Specific Duties of Officers:

a) President

- 1. To preside at all meetings of the organization and Board of Directors.
- 2. To represent the organization at all times or to designate a representative in her absence.
- 3. To appoint a chairman of the committees with the approval of the Board of Directors.
- 4. To appoint a Parliamentarian, if the immediate Past President cannot serve.
- 5. To appoint one member to serve on the Nominating Committee.
- 6. To prepare a program of action with the Board of Directors and have general supervision of the work of the organization.

7. To sign checks in case of emergency and in the inability of the Treasurer to do so.
 8. To be an Ex Officio member, without vote, of all committees, except the Nominating Committee.
 9. To appoint one member who will serve as the Chairman of the Political Action Committee.
 10. To 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.
- b) Executive Vice President**
- a. To serve as the presiding officer in the absence of the President.
 - b. To stay informed of the activities of the President and assist the President.
 - c. To work closely with the Board of Directors and assist with communication between Officers and the Committee Chairmen.
 - d. To be an ex officio member of all committees, except the Nominating Committee.
- c) Vice President of Programs**
1. To work with the President and Vice President of Awards and plan appropriate programs for the general membership.
 2. To communicate with the meeting venue, arrange for payment, access, set-up of the meeting room and coordinate with other committees for all meetings.
 3. To work closely with the Chairmen of the Hospitality Committee, NEEW, Outreach Committee, Scholarship Committee, and Special Events Committee (Membership Lunch, Socials, Christmas).
 4. To perform such other duties as the President or Board of Directors may designate.
- d) Vice President of Membership**
1. To maintain the database of information for members.
 2. To distribute, collect, and maintain the membership forms.
 3. To provide pertinent membership information to the President and Board of Directors.
 4. To maintain a current roster of membership of the organization.
 5. To provide notices of unpaid dues to members.
 6. To work closely with the Chairmen of Directory, Greeting, Telephone, and Ways and Means Committees.
 7. To perform such other duties as the President or Board of Directors may designate.
- e) Vice President of Community Impact**
1. To lead the Campaign Activities Committee Chairmen for Collin County, Dallas County, and Denton County.
 2. To 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.
 3. To perform such other duties as the President or Board of Directors may designate.
- f) Vice President of Legislation**
1. To keep the membership informed of state and national legislation.
 2. To work closely with the Chairmen of the Education, Homeland Security, National Liaison, State Liaison, and TFRW Legislative Day Committees.

3. To perform such other duties as the President or Executive Board may designate.
- g) Vice President of Awards**
1. To ensure that the organization plans and meets all NFRW and TFRW criteria for awards.
 2. To see that all awards forms are filled out and mailed before the deadlines.
 3. To work closely with the Chairmen of the Caring for America and Public Relations Committees.
 4. To perform such other duties as the President or Board of Directors may designate.
- h) Vice President of Information Technology**
1. To coordinate all forms of media utilized by the club including training as needed.
 2. To assist with the website and membership database.
 3. To work closely with the Chairmen of the Membership Database, Newsletter Committee, Social Media, and Website Committees.
 4. To perform such other duties as the President or Board of Directors may designate.
- i) Secretary**
1. To record attendance and determine that a quorum is present at meetings.
 2. To 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.
 3. To assist the President in preparing the agenda for meetings.
 4. To be custodian of all records and papers of the organization.
 5. To work closely with the Chairmen of Americanism, Bylaws, Protocol, and We Care Committees.
 6. To work closely with the Chaplain, Corresponding Secretary, and Historian.
 7. To perform such other duties as the President or Board of Directors may designate.
- j) Treasurer**
1. To receive and be custodian of all funds of the organization and keep records of all monies accrued by the organization.
 2. To deposit funds in GCRW's bank account.
 3. To disburse funds as budgeted or as directed by the President or Board of Directors.
 4. To give a current financial report at each meeting.
 5. To disburse required per capita dues and annual service charges to the state and national federations.
 6. To maintain a current list of memberships she has mailed to TFRW.
 7. To 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.
 8. To work closely with the Political Action Committee Chairman in disbursing funds to candidates.
 9. To provide adequate records and file reports as required by the Texas Ethics Commission and Texas Election laws.
 10. To 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.
 11. To perform such other duties as the President or Board of Directors may designate.

k) Parliamentarian

1. Shall be the immediate Past President, or if the Past President chooses not to serve in this role, shall be appointed by the President.
2. To advise on all points of order pursuant to Robert's Rules of Order and according to the By-Laws and Standing Rules.
3. To perform such other duties as the President or Board of Directors may designate.

Section 4. Specific Duties of Certain Standing Committee Chairmen Members:

a) National Liaison

1. To interface with national organizations.
2. To keep the President and Board of Directors informed of current activities of national organizations.
3. To perform such other duties as the President or Board of Directors may designate.

b) State Liaison

1. To interface with state organizations.
2. To keep the President and Board of Directors informed of current activities of state organizations.
3. To help coordinate TFRW Legislative Day in Austin
4. To perform such other duties as the President or Board of Directors may designate.

c) Campaign Activities – Collin County

1. To coordinate and report to TFRW the campaign/volunteer hours of GCRW.
2. To lead the Campaign Activities Committee in Collin County.
3. To serve as a member of the Political Action Committee.
4. To perform such other duties as the President or Board of Directors may designate.

d) Campaign Activities – Dallas County

1. To lead the Campaign Activities Committee in Dallas County.
2. To serve as a member of the Political Action Committee.
3. To perform such other duties as the President or Board of Directors may designate.

e) Campaign Activities – Denton County

1. To lead the Campaign Activities Committee in Denton County.
2. To serve as a member of the Political Action Committee.
3. To perform such other duties as the President or Board of Directors may designate.

ARTICLE VII – Board of Directors

Section 1. Members of the Board of Directors:

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

Section 2. Term of Office:

The term of office for the Board of Directors shall last one year, or until their successors are elected, and will commence upon installation at the Annual December meeting, and will continue

until the following December meeting at which time the new Board of Directors are installed. No member of the Board of Directors may serve in the same position for more than two consecutive terms except by unanimous vote of the Board of Directors.

Section 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 VIII – Nominations and Elections

Section 1. Nominating Committee:

The Nominating Committee shall consist of one member elected by the Board of Directors to serve as Chairman, one member appointed by the President, and one member elected by the members present at the September general meeting.

Section 2. Procedure:

- a) The Nominating Committee shall submit one nominee for each member of the Board of Directors at the November meeting with prior consent of the nominee.
- b) Nominations may be made from the floor following the report of the Nominating Committee, provided such nominees have given prior consent.

Section 4. Vacancies:

Vacancies in elective offices shall be handled as follows:

- a) 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 (2/3) vote of the Board members present and voting.
- b) 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.

Section 5. Election:

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

ARTICLE IX – Standing Committees

Section 1. The committees of this organization may include the following Standing Committees:

Americanism, Bylaws, Caring for America, Chaplain, Corresponding Secretary, Campaign Activities – Collin County, Campaign Activities – Dallas County, Campaign Activities – Denton County, Collin County Lincoln Day Dinner, Dallas County Reagan Day Dinner, Denton County Lincoln Day Dinner, Directory, Education, Greeting, Historian, Hospitality, Literacy, Membership Database, National Liaison, Newsletter Editor, Outreach, Protocol, Public Relations, Republican National Coalition for Life, Scholarship, Social Media (FB, Twitter, etc.), State Liaison, Special Events (Membership Lunch, Socials, Christmas), Telephone, TFRW Legislative Day, Ways and Means, Website, and We Care Committees.

Section 2. The committees of this organization may include the following Special Standing Committees:

Executive Advisory Council, Finance, Budget, Internal Review, Nomination and Political Action Committee.

Section 3. General Duties of the Committee Chairmen:

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

Section 4. The Internal Review Committee:

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. The President shall appoint one or more members of the organization to conduct the review with the appointment including a professional accountant, if at all possible. The Treasurer shall be present at the review.

Section 5. Executive Advisory Council:

An Executive Advisory Council may consist of up to three (3) past presidents and three (3) other past members of the Executive Board/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.

Section 6. Political Action Committee:

a) The Political Action Committee shall be comprised of six (6) members: The Chairman of the Dallas County Campaign Activities, Chairman of Collin County Campaign Activities, and Chairman of Denton County Campaign Activities shall serve as members during their term of

- office. In addition to these three (3) members, one (1) member shall be appointed Chairmen by the President, one (1) member shall be elected from the Board of Directors, and one (1) member who is not currently serving on the Board of Directors shall be elected from the general membership.
- b) 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.
 - c) The appointments/elections of the PAC Chairmen and Chairmen of the Dallas County Campaign Activities, Collin County Campaign Activities, and Denton County Campaign Activities, 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 following the primary and/or runoff.
 - d) The Treasurer shall meet with the Officers to determine the amount of funds available for donations, not later than a month prior to nominating the committee.
 - e) All members of the PAC Committee shall screen and recommend the recipients of the contributions from GCRW. A hearing with date, time, and place specified by the PAC Committee 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 Trumpet 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 Political Action Committee will research and evaluate all requests prior to a subsequent Committee meeting. The recommendations will then be taken to the Board of Directors.
 - f) With the approval of the Board of Directors, the overall recommendations will then be taken to the general membership meeting for a vote.
 - g) 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.
 - h) If a candidate or member of a candidate's family is a member of the Political Action Committee, that person shall excuse herself from participating in the method of distribution of funds during that particular candidate's campaign. Any member of the Committee 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.
 - i) If a member of the Committee is unable to complete her term, the following procedures shall be followed:
 - 1. If the member was originally appointed by the President, then President will appoint a new member.
 - 2. If the members was originally elected by the Board of Directors, then the Board of Directors will elect a new member.

3. If the member was originally elected by the general membership, then the general membership shall elect a new member.
- j) 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.
1. Distribution of funds for the general election shall be made after the primary election accompanied by a letter of transmittal prepared for the GCRW President's signature.
 2. Any candidate running unopposed in the general election shall not be considered for funds.
 3. 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.
 4. Financial need of the candidate as researched and evaluated by the Committee shall be considered.

ARTICLE X – Meetings and Quorum

Section 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.

Section 2. Regular General Meetings:

Regular general meetings of GCRW shall be on the first Thursday of consecutive months, beginning with January and ending in December, unless otherwise ordered by the Board of Directors. There shall be no less than five regular meetings per annum.

Section 3. Special General Meetings:

Special general meetings shall be held by e-mail by request of the President, or upon request of twenty-five (25) members, with seven days advance notice by e-mail to the membership. No other business shall be considered at a special general meeting.

Section 4. Quorum for Regular General Meetings:

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

Section 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.

Section 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.

Section 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 the 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.

Section 8. Quorum for Board of Directors Meetings:

A quorum for a meeting of the Board of Directors shall be a simple majority of the board members present at the meeting. Board members holding more than one position on the board shall be entitled to a single vote.

Section 9. Quorum for Special Meetings of the Board of Directors:

A quorum for a special meeting of the Board of Directors shall be a simple 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.

ARTICLE XI – Representation

Section 1. 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 the Texas Federation of Republican Women. 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.

Section 2.

One delegate and one alternate elected by the Board of Directors at the May meeting shall represent this organization at the Biennial Convention of the National Federation of Republican Women.

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 the Texas Federation of Republican Women or of the National Federation of Republican Women.

ARTICLE XIII – Amendment of Bylaws

Section 1.

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 (30) days prior to the meeting or close of e-mail voting which shall be thirty (30) days following the sending of the proposed amendment by e-mail.

Section 2.

These Bylaws shall be reviewed once every two (2) years promptly after the state convention and submitted to the Vice President – Bylaws of the Texas Federation. Amendments will become effective upon receipt of approval.

Section 3.

When an amendment is adapted to the Bylaws of the Texas Federation 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 the Texas Federation of Republican Women. 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: 1/94, 10/94, 12/94, 2/96, 8/98, 10/02, 9/05, 8/08, 11/14, 11/15

Golden Corridor Republican Women
Board of Directors

Officers

President
Executive Vice President
VP Programs
VP Membership
VP Legislation
VP Community Impact
VP Awards
VP Information Technology
Secretary
Treasurer
Parliamentarian (Presidential Board Appointment)

Standing Committees

Americanism
Bylaws
Caring for America
Chaplain
Corresponding Secretary
Campaign Activities – Collin County
Campaign Activities – Dallas County
Campaign Activities – Denton County
Collin County Lincoln Day Dinner
Dallas County Reagan Day Dinner
Denton County Lincoln Day Dinner
Directory
Education
Greeting
Historian
Homeland Security
Hospitality
Literacy
Membership Database
National Liaison
Newsletter Editor
Outreach
Protocol
Public Relations

Republican National Coalition for Life
Scholarship
Social Media (FB, Twitter, etc.)
State Liaison
Special Events (Membership Lunch, Socials, Christmas)
Telephone
TFRW Legislative Day
Ways and Means
Website
We Care

Special Standing Committees

Executive Advisory Council
Finance
Internal Review
Nominations
Political Action Committee