

MAINE REPUBLICAN PARTY BYLAWS

Adopted March 11, 1985
Amended September 9, 2023
Amended November 11, 2024

ARTICLE I – NAME

This organization shall be known as the Maine Republican Party and shall be the official statewide organization for the Republicans of the State of Maine. The Maine Republican Party shall be governed by the duly elected members of the Republican State Committee, hereinafter referred to as the “State Committee.”

ARTICLE II – PURPOSE AND OBJECTIVES

The State Committee shall lead and support the Maine Republican Party, shall cooperate with the Republican National Committee in promoting the principles and ideals of the Republican Party and shall maintain close liaisons with the Republican leadership and members of the Maine Legislature. It shall supply direction and leadership for the performance of organizational activities, working through the Republican County and Municipal Committees. In furthering the programs of the Maine Republican Party, the State Committee shall work closely with the Maine Federation of Republican Women, the Maine Federation of Young Republicans, the Maine College Republicans, and the Maine Teen Age Republican Caucus.

ARTICLE III – CANDIDATE RECRUITMENT

This organization shall assist in the recruitment of Republican candidates for public office at Federal, State, County, and Municipal levels. As it pertains to the Maine Legislature, the Party shall work in conjunction with House and Senate leadership and County and Municipal Committees in the recruitment of candidates to the Maine Legislature. Each candidate recruited must support the basic principles of the Republican Party, have the ability to fulfill the duties of the office sought, and have an earnest desire to be elected.

ARTICLE IV – MEMBERSHIP

1. County Representatives

- A. Number – In accordance with Rule I.1.4(b, c), the membership of the State Committee shall, in part, consist of one (1) Committeeman and one (1) Committeewoman for each County, plus one At-Large Member for every 10,000 enrolled Republican voters, or portion thereof, in excess of the first 10,000 according to the official figures available from the Office of the Maine Secretary of State on the first working day following April 1st of each even-numbered year.
- B. Election – These members shall be nominated by their County Caucuses at the biennial State Convention, and shall be ratified by the State Convention Delegates.

- C. Term – Members of the State Committee are elected until the next biennial convention, with no limit to any length of service.
- D. Resignation – Should a member of the State Committee resign during their term, such resignation shall be sent to the Secretary of the State Committee with a copy to the appropriate County Committee Chair. The resignation must be in writing and e-mailed or mailed to the official address of the Party.
- E. Attendance – In accordance with Rule Article I.3.(a & c), members may appoint as their proxy an enrolled Republican from the same County of the member, and who is not already a voting member of the State Committee, to attend and represent them at a State Committee meeting if unable to attend in person.

If any County representative fails to attend two consecutive meetings, the Secretary shall remind the member that attendance is expected and that three such absences will result in expulsion. Should a member be personally absent for a third consecutive meeting, the Secretary shall declare the position vacant and so inform the appropriate County Committee. The County Committee shall nominate a replacement candidate, such nomination to be presented to the State Committee. The State Committee shall act upon it at the next regularly scheduled meeting of the State Committee.

The Secretary of the State Committee shall note attendance, including proxy information, in the minutes of each meeting.

- F. Vacancies – A vacancy occurring for any reason shall be filled by vote of the remaining members of the State Committee. However, prior to filling any vacancy the Secretary of the State Committee shall notify the proper sponsoring organization that a vacancy has occurred and advise the organization of the proposed meeting date when the vacancy will be considered for resolution by a nomination from the organization.

In the event that a qualified replacement has not been nominated by the County or sponsoring organization, the State Committee will work with the sponsoring organization or specific County Chair and remaining State Committee members from that County to recruit and nominate a qualified replacement. The State Committee is not bound by the County's or organization's nomination since the law provides that the State Committee must fill a vacancy in its own membership.

- G. Duties – The members of the State Committee shall hold the positions of the highest rank and responsibility of the Republican organization in their respective Counties. They shall supply assistance, encouragement to and liaison with the County organization in the County of their residence; they shall be responsible for transmitting suggestions and advice from the state level, helping to ensure the continuity of purpose and interest in those matters of the State Committee action that require County, and Municipal Committee support and implementation. State Committee members should attend all meetings of their County Committee. They are responsible for carrying out the purpose

and objectives as expressed in ARTICLE II and ARTICLE III, and as may be adopted in the future.

2. Republican National Committeeman and Committeewoman

These persons shall be considered elected and voting members of the State Committee upon their election at the quadrennial Republican National Convention. Vacancies shall be filled by majority vote of the State Committee.

3. County Committee Chairs

Each County Committee Chair shall automatically be a voting member of the State Committee and therefore subject to the same rules as the elected members except that their eligibility for membership on State Committee is governed by the Bylaws of their own County.

4. Representatives of Affiliated State Republican Organizations

Key members of affiliate State Republican Organizations, who are also voting members of the State Committee shall include the President of the Maine Federation of Republican Women, the Chair of the Maine Federation of Young Republicans, and the Chair of the Maine College Republicans. If the Chair of the Maine Teen Age Republican Caucus will be of voting age as of the next General Election and will be an enrolled Maine Republican, that Chair will also be a voting member of the State Committee. If not so qualified, the Chair shall be a non-voting member. Vacancies shall be filled according to the Bylaws of their respective organization.

5. Other Members

- A. The Maine State Senate and Maine House of Representatives shall each elect a person from their Caucus to serve as a voting member of the State Committee as soon as possible after the election of the Party Leadership takes place. The ranking Republican officer of the House or Senate shall fill vacancies.
- B. The Republican Governor and each Republican member in the U.S. House of Representatives and U.S. Senate elected in Maine shall appoint a person to serve as a voting member to the State Committee who shall serve contemporaneously with the term of the appointer.
- C. The Chair of the Maine Republican Party Finance Committee shall become a member of the State Committee with voting privileges.
- D. Officers chosen from outside the membership of the State Committee shall become voting members upon their election. In the event an existing State Committee member is elected to an officer's position, that person shall cease to represent the body from which elected, and that seat shall be declared vacant.

E. The Legal Counselor and Deputy Treasurer shall be non-voting members, unless otherwise members of the State Committee.

F. In no event shall any State Committee member have more than one (1) vote.

G. Ineligible for Membership

The following are categories of persons shall be ineligible for membership on the State Committee:

- a. Except for the Chair and the Treasurer full-time or part-time employees of the Maine Republican Party, as defined in the Maine Republican Party Employee Manual;
- b. Paid employees of a Political Action Committee; or
- c. Persons convicted of a felony or found in violation of Title 21A by a court of competent jurisdiction or the Ethics Commission until three (3) years after they have completed all aspects of their sentencing, including incarceration, parole, fines, restitution, community service, counseling, classes, treatments, and any other sentencing.
- d. Persons found in violation of 21-A MRS by a court of competent jurisdiction or the Ethics Commission within the preceding five (5) year period preceding the election or appointment.

ARTICLE V – OFFICERS

1. Elected

- A. The State Committee shall choose, by ballot, a Chair, a Vice Chair, a Secretary, and Treasurer. In accordance with Rule I.2.1 (a through d) the Chair, Vice Chair, Secretary, and Treasurer shall be elected at the regular meeting in January of the odd-numbered year for a two-year term commencing at the end of the meeting, or until a successor is elected; these four officers may be chosen regardless of gender and need not be current members of the State Committee.
- B. No officer shall be a member of the Legislature.
- C. No announced candidate for Governor, the United States Senate, or United States House of Representatives shall serve as an officer of the State Committee.
- D. No officer or employee of the State Committee shall be a paid lobbyist.

- E. No officer or employee of the State Committee, during their term of office or period of employment, shall be a vendor paid by the Maine Republican party or its related committees. Nor shall they be the owner or manager or employee of, or have other economic interests in, such a vendor except when such vendor is a sole source vendor or a public or private utility.

2. Appointments by the Chair

- A. The Chair shall appoint the following who shall serve during the term of and at the pleasure of said Chair. With the exception of the Chair of the Finance Committee, the persons appointed to these positions shall not have voting rights on the State Committee unless they already hold a position with voting rights.

- 1. The Chair of the Maine Republican Party Finance Committee.

- 2. The Legal Counselor.

- 3. The members of the Rules and Bylaws Committee.

- 4. A Deputy Treasurer

- 5. The Budget Committee (See Article VIII §3.)

- B. Special Appointments. The Chair may appoint individuals to advisory or special positions as deemed both necessary and in the best interest of the Maine Republican Party. The persons appointed to these positions shall not have voting rights unless they already hold a position with voting rights.

3. Vacancies

- A. In the event of a vacancy in the office of Chair the Vice Chair shall serve as Acting Chair with an election to fill the vacancy to be held pursuant to subsection 4.C. of this Article.

- B. In the event vacancies arise contemporaneously in the office of Chair and Vice Chair, the Secretary shall serve as Acting Chair.

- C. In the event vacancies arise contemporaneously in the Offices of Chair, Vice- Chair Secretary, the Treasurer shall serve as Acting Chair.

- D. The Acting Chair does not have the power of appointment.

- E. A meeting for the purpose of filling any vacancy(ies) shall be convened no less than 21 (twenty-one) and no more than 45 (forty-five) days from the date of the vacancy(ies).

4. Elections for Officer Vacancies

- A. Elections for State Committee vacancies in any officer positions, may be held at a regular or special meeting of the Committee so long as the pending election(s) are listed in writing in the call ~~to~~ of the meeting.
- B. The presiding officer shall provide advance notice of and manage the time allotted to the nominating process. Voting for each individual position shall be by secret ballot. Two members of the Executive Committee, not running as candidates for the specific positions being decided, plus one representative of each candidate solely as an observer, shall be chosen as election clerks to count the ballots and announce the results to the full Committee.
- C. Elections to fill multiple vacancies (if necessary) shall be held in this sequence: Chair, Vice Chair, Secretary, and Treasurer.

5. Salaries

- A. The Treasurer and Chair may be paid such salary as the Executive Committee approves, and shall be the only officers of the State Committee with salary. Those members appointed to the Executive Committee by the Chair shall not have a vote with respect to the salary for the Chair.

The Legal Counselor may also receive such compensation as the Executive Committee approves.

- B. The Executive Director shall be hired by the Chair.
- C. The Executive Director shall hire all other paid personnel with the prior advice and consent of the Chairman. They shall be compensated based on the budget adopted by the State Committee.
- D. All officers, both elected and appointed, shall be allowed reimbursement for travel expenses to be approved by the procedures set forth in ARTICLE VI.1.

ARTICLE VI – PAYMENT OF BILLS AND BONDS

1. Payment of Bills

All bills and expenses incurred, and for salaries due, should be approved by the Chair or designee. They shall then be forwarded to the Treasurer of the State Committee. The Chair may require such additional approvals, prior to payment, as may be deemed appropriate.

- A. The Executive Committee shall authorize or re-authorize up to three (3) signers on the Party's bank accounts, every two years or when the new Executive Committee is constituted following the election of the Chair. The authorization must specify categories of expenditures: including but not limited to, access to on-line banking, use of debit and credit cards, ACH payments, transfers, and other rapid payment systems.
- B. The Executive Director with the approval of the Executive Committee shall retain a Compliance firm, certified by the Federal Election Commission, who shall perform financial transactions and reports, and provide to the members of the State Committee an annual summary financial report. The report shall be presented to the Executive Committee and the full State Committee at no less than annually.

2. Bonding

All permanent paid personnel, all authorized signers and the Chair and the Treasurer of the State Committee shall be bonded for an amount to be determined by the Executive Committee.

ARTICLE VII – MEETINGS.

1. Calling

- A. Regular – The Chair of the State Committee shall call at least eight (8) meetings per year. Notice of a regular meeting to the committee membership shall be not less than fourteen (14) days, and more if practical. A meeting shall be defined as when a quorum of members is present in a formal business setting which requires group decision making and formal agenda.
- B. Special – A special meeting of the State Committee may be held at any time upon the call of the Chair or in the Chair absence, by the Vice Chair, with notice of at least fourteen (14) days. Such a meeting may also be called upon the written petition and signatures of seventeen (17) members of the State Committee representing no less than six (6) counties, said petition to be delivered to the Chair. It shall be the duty of the Chair to issue a call for meeting within ten (10) days of the receipt of said petition, the meeting date to be not later than thirty (30) days and not earlier than ten days from the issuance of call, and to be held at such hour and place as the call shall specify. If the Chair fails to call such a meeting within thirty (30) days after the filing of the petition, the Vice Chair shall call the meeting. The petition must contain the specific purpose for calling the meeting. The call, including the purpose, must be sent to all State Committee members no later than ten (10) days prior to the meeting.
- C. The Chair of the State Committee shall also have the authority to cancel or postpone State Committee meetings and shall give notice to members with a reason for the cancellation or postponement.

2. Conduct

- A. All meetings of the State Committee and all meetings of its duly designated sub-committees shall be governed by Robert's Rules of Order, Newly Revised.
- B. All State Committee Meetings shall be open to all enrolled Republicans. Enrolled Republican non-members, only after the prior decision of the Chair, may take part in the discussion but shall have no vote.
- C. Resolutions regarding political issues not already defined in the current platform shall become agenda items only after prior approval by the Executive Committee, or upon written request from at least eight (8) State Committee members representing at least eight (8) different counties presented no later than seven days before a State Committee meeting, to the Chair, who will then immediately distribute it to the membership.

3. Quorum

The secretary of the state committee shall note attendance, including proxy information, in the minutes of each meeting. A majority of the qualified voting members of the State Committee shall constitute a quorum.

4. Proxies

- A. Each member of the State Committee shall be entitled, to one vote on each question in person or if represented by a duly appointed proxy. In accordance with Rule I.3.1(b), appointment of proxies must be made in writing addressed to the Secretary of the State Committee and sent by mail or by email from the members' e-mail address as listed in the official Membership Roster. The appointment of a proxy must be received by the Secretary prior to the start of any State Committee meeting.
- B. A proxy voter acting for a County representative to the State Committee shall be an enrolled Republican of the same County as the member being represented, and not a current member of the State Committee. A proxy voter representing a State Committee Officer, National Committee Member, Governor, Congressional Member or Chair of the Finance Committee shall be an enrolled Republican in the State of Maine. A proxy voter representing a State Legislator must be a Republican member of that legislative body. A proxy voter representing an affiliated State Republican organization must be a member of that organization.

ARTICLE VIII – COMMITTEES

1. Executive Committee

- A. Membership – The Executive Committee shall consist of ten (10) members of the State

Committee as follows: the four officers of the Maine Republican Party, the National Committeeman, the National Committeewoman, the Chair of the Finance Committee and, appointed by the Chair, one County Chair from each Congressional District and one member at-large.

- B. Chair – The Chair of the State Committee shall serve as Chair of the Executive Committee.
- C. Duties – Duties of the Executive Committee shall include, but not be limited to, the following:
 - 1. Advising the Chair in all matters.
 - 2. Carrying out the other duties set forth in these Bylaws.
- D. Sub-Committees – Sub-Committees of this committee may be designated as needed.
- E. Meetings – The Executive Committee shall meet at least six (6) times each year and at such other times as called by the State Chair. Meetings may be held virtually.
- F. Special Appointments – The Chair may appoint individuals to advisory or special positions as deemed both necessary and in the best interest of the State Committee.

2. Maine Republican Party Finance Committee

- A. Membership – The Maine Republican Party Finance Committee shall consist of the Finance Committee Chair and any other members appointed by the Finance Chair, with the advice and consent of the Executive Committee. The members of the Finance Committee do not need to be State Committee members.
- B. The State Party Finance Committee shall be responsible for raising funds necessary to finance the State Committee Budget.

3. Budget Committee

- A. Membership – The Budget Committee shall consist of not less than six (6) State Committee members, plus the State Finance Chair and the Treasurer of the State Committee, with no more than two members from any one county. The Chair shall appoint the Budget Chair and members of the Committee.
- B. Duties – The Budget Committee shall recommend a two-year budget, to cover basic operations, to be presented to the State Committee for approval no later than March 31st of the year following a general election. The budget shall be reviewed with the State Committee quarterly. All basic operational expenses shall continue to be paid until a budget is approved.

4. Other Committees

- A. Creation – The Chair shall establish such other committees as deemed necessary.
- B. Membership – Any committee so established shall have no more than two (2) members from any one County. Members shall be appointed by the Chair from enrolled Republicans in the State of Maine. Other Republicans enrolled in Maine, who are not members of the State Committee, as well as members of the Executive, Finance and Budget Committees may be appointed, if they express an interest in such appointment.
- C. Sub-Committees – Any committee may designate sub-committees as deemed necessary.

5. Ex Officio Member

The Chair shall be, ex officio, a voting member of all committees and subcommittees.

ARTICLE IX – BYLAW AMENDMENTS

These Bylaws may be amended at a duly called regular or special meeting of the State Committee, with a quorum present, by a two-thirds majority of the voting members present; provided that the pending action was clearly stated in the call of the meeting at which action on the amendment(s) was planned to be taken; and provided that approved amendment(s) be forwarded within five (5) days to those members not in attendance at the meeting