

MAINE REPUBLICAN PARTY BYLAWS

Adopted March 11, 1985
Last amended November 12, 2011

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 Maine Republican State Committee.

ARTICLE II - PURPOSE AND OBJECTIVES

The Republican 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 and with the two Republican Congressional District Committees, the Republican County, City and Town Committees. In furthering the programs of the Maine Republican Party, the Republican State Committee shall work closely with the Maine Federation of Republican Women, the Maine Federation of Young Republicans, Maine College Republicans, the Teen Age Republican Caucus and with such other groups as may be established and organized from time to time.

ARTICLE III - CANDIDATE RECRUITMENT

This organization shall assist in the recruitment of Republican candidates for public office at Federal, State and local levels. As it pertains to the Maine Legislature, the Party shall work in conjunction with House and Senate leadership 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 - The membership of the Maine Republican 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 Republican enrolled 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 as of April 1 of even numbered years.

B. Election - These members shall be nominated by their County Caucuses at the biennial State Convention, and shall be elected by the State Convention Delegates.

C. Term - Membership on the State Committee is not limited to any length of service.

D. Attendance - In accordance with Article VII.4.A and B, members may appoint as their proxy an enrolled Republican to attend and represent them at a State Committee meeting if unable to personally attend.

If any member fails to attend, in person, two consecutive meetings, the Secretary shall remind the member that attendance is expected and that three such absences could result in a recall. Should a member be absent for a third meeting, the Secretary shall inform the County Committee or other proper organization which the member represents. Said organization may, according to its own Bylaws or procedures, declare the member's position to be vacant and nominate a successor. Upon receipt of a declaration of vacancy, the State Committee may accept it and proceed to act upon the nomination of the successor.

The Secretary of the State Committee shall send quarterly attendance reports, including proxy information, if applicable, to the County Chairman, Secretary, and State Committee members of each county.

E. 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 Chairman and remaining State Committee Members from that County to recruit and nominate a qualified replacement. The State Committee is not bound by the organization's nomination since the law provides that the State Committee must fill a vacancy in its own membership.

F. Duties - The members of the Maine Republican State Committee shall hold the offices 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 insure the continuity of purpose and interest in those matters of the State Committee action that require County, City and Town 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 Chairmen

Each County Committee Chairman shall automatically be a voting member of the State

Committee and therefore subject to the same rules as the elected members.

4. Representatives of Affiliated State Republican Organizations

Key members of affiliate State Republican Organizations, who are also voting members of the State Republican Committee shall include, the President of the Maine Federation of Republican Women, the Chairman of the Maine Federation of Young Republicans and the Chairman of the Maine College Republicans. If the Chairman of the Teen Age Republican Caucus will be of voting age as of the next General Election and will be an enrolled Maine Republican, that Chairman will also be a voting member of the State Committee. If not so qualified, the Chairman 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, elected at the same time as Party Leadership elections take place. Vacancies shall be filled by the ranking Republican officer of the House or Senate, as the case may be.

B. The Republican Governor and each Republican Congressman and U.S. Senator 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 Chairman 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 shall be a non-voting member.

F. The State Chairman may appoint advisors to the State Committee. The State Chairman shall report the names of all advisors to the State Committee Members.

ARTICLE V - OFFICERS

1. Elected

A. The Maine Republican State Committee shall choose, by ballot, a Chairman, a Vice Chairman, a Secretary, a Treasurer, and such other officers as the Committee may from time to time deem necessary. The Chairman, Vice Chairman, Secretary, Treasurer and other officers (if any) shall be elected at the regular meeting in December of each election year for a two-year term commencing January 1, 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 announced candidate for Governor, the United States Senate, or United States House of Representatives shall serve as an officer of the State Committee.

C. No officer or employee of the State Committee shall be a paid lobbyist.

2. Appointments by the Chairman

A. The Chairman shall appoint the following who shall serve during the term of and at the pleasure of said Chairman. With the exception of the Chairman 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 Chairman of the Maine Republican Party Finance Committee.

2. The Legal Counselor.

3. The members of the Rules and Procedures Committee.

4. A Deputy Treasurer

B. Special Appointments. The Chairman 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

In the event of a vacancy in the office of chairman, the Vice Chairman shall act as interim Chairman with an election to fill the vacancy to be held within 45 days. In the event that vacancies should arise contemporaneously in the offices of chairman and vice-chairman, the Secretary shall convene a meeting of the state committee for the purpose of electing a new Chairman and Vice Chairman within 45 days.

4. Elections for 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 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 the sequence: Chairman, Vice Chairman, Secretary, Treasurer and other officer(s).

5. Salaries

A. The Treasurer and State Chairman 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 Chairman shall not have a vote with respect to the salary for the Chairman.

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

B. The Executive Director shall be hired by the State Chairman.

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.

ARTICLE VI - PAYMENT OF BILLS AND BONDS

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

All permanent full-time paid personnel plus the State Chairman 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 Chairman of the State Committee shall call at least six (6) regular meetings in odd numbered years and at least eight (8) regular meetings in even numbered years. Notice of a regular meeting to the committee membership shall be not less than fourteen (14) days, and more if practical.

B. Special - A special meeting of the State Committee may be held at any time upon the call of the Chairman or in the Chairman's absence, by the Vice Chairman, with notice of at least ten (10) 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 Chairman. It shall be the duty of the Chairman 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 five (5) days from the issuance of call, and to be held at such hour and place as the call shall specify. If the Chairman fails to call such a meeting within thirty (30) days after the filing of the petition, the Vice Chairman 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 prior to the meeting.

C. The Chairman 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 Maine Republican 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 chairman, 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 Chairman, who will then immediately distribute it to the membership.

3. Quorum

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, unless otherwise indicated in these Bylaws, to one vote on each question in person or if represented by proxy duly appointed in writing by the member.

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 Chairman 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 Chairman of the Finance Committee and, appointed by the Chairman, one County Chairman from each Congressional District and

one member at-large.

B. Chairman - The Chairman of the State Committee shall serve as Chairman of the Executive Committee.

C. Duties - Duties of the Executive Committee shall include, but not be limited to, the following:

1. Advising the State Chairman 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 during a year and at such other times as called by the State Chairman. Meetings may be held via conference call if appropriate for the agenda.

F. Special Appointments - The Chairman may appoint individuals to advisory or special positions as deemed both necessary and in the best interest of the Republican State Committee.

2. Maine Republican Party Finance Committee

A. Membership - The Maine Republican Party Finance Committee shall consist of the Finance Committee Chairman and any other members appointed by the Finance Chairman, 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 Chairman and the Treasurer of the Republican State Committee, with no more than two members from any one county. The State Chairman shall appoint the Budget Chairman 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 State Chairman 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 State Chairman 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 State Chairman shall be, ex officio, a voting member of all committees and sub-committees.

ARTICLE IX - BYLAW AMENDMENTS

These bylaws may be amended at a duly called meeting of the Republican 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.