



MONTANA REPUBLICAN PARTY

Bylaws

AMENDED JUNE 13, 2026

I hereby certify and attest that the following constitutes a true, correct, and complete representation of the Bylaws of the Montana Republican Party, as duly amended by the State Central Committee in accordance with the rules and procedures of the Party at Missoula, Montana on June 13, 2026.

Lola Sheldon Galloway

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CHAPTER 1 – GENERAL PROVISIONS

ARTICLE 1: ORGANIZATION

1.1. NAME AND STRUCTURE.

The Montana Republican Party (the “Party”) is composed of the State Republican Central Committee (the “State Central Committee”), County Republican Central Committees (the “County Central Committees”), the Party’s delegation to the Republican National Convention, and such other committees, conventions, and members as authorized by these Bylaws. The State Central Committee is the principal governing body and legal entity of the Party.

ARTICLE 2: PURPOSE

2.1. PURPOSE.

The Montana Republican Party is an association of Republicans who promote, defend, and advance the principles and policy positions set forth in the Republican Party’s duly adopted Platform and Resolutions. The Party carries out this mission by recruiting, supporting, and electing Republican and conservative nonpartisan candidates for elective public office, and public officeholders; advocating conservative public policy positions, and educating and mobilizing the Party and the public in support of these objectives.

ARTICLE 3: AUTHORITY

3.1. BYLAWS.

These Bylaws govern the Party and all Party-authorized committees, members, conventions, meetings, delegations, and proceedings. They yield only to the Rules of the Republican National Committee, as applicable, and to state or federal laws to the extent they do not infringe on the Party’s constitutionally protected rights of political association and self-governance.

3.2. AMENDMENTS.

These Bylaws may be amended at a meeting of the State Central Committee by a two-thirds (2/3) vote of those present and eligible to vote, provided that the proposed amendment:

- (a) is presented at the meeting by the permanent Rules Committee upon ten (10) days’ notice; or
- (b) has been transmitted to the State Chair, the Rules Committee Chair, and each member of the State Central Committee not fewer than thirty (30) days and not more than sixty (60) days before the meeting at which the amendment is considered.

3.3. EFFECTIVE DATE.

Any amendment to these Bylaws shall take effect upon adoption.

3.4. APPEALS.

In all instances where application of these Bylaws is contested, the aggrieved party must file a written protest with the State Chair within thirty (30) days. The State Chair may designate a subcommittee of the State Rules Committee to investigate and make a determination of the conflict, or the State Chair may refer the matter to the General Counsel for an opinion. The decision by the subcommittee or the General Counsel, as the case may be, is final unless appealed to and overruled by the Rules Committee.

3.5. STANDING RULES.

- (a) Adoption of Standing Rules. The Executive Board may adopt, amend, or repeal Standing Rules governing administrative, operational, and procedural matters necessary for the efficient management of the Party and its meetings, events, and membership provided such rules are consistent with these Bylaws and other governing documents. No Standing Rule shall take effect unless approved by a two-thirds (2/3) vote of the Executive Board and reviewed and approved by the Rules Committee to ensure consistency with these Bylaws.
- (b) State Central Committee Control of Standing Rules. Adopted Standing Rules shall be promptly distributed by electronic mail to all members of the State Central Committee and shall include the full text and effective date. The Rules Committee shall report each newly adopted or amended Standing Rule at the next regular meeting of the State Central Committee. Upon such report, the State Central Committee may amend or repeal any Standing Rule by majority vote. Any modification adopted by the State Central Committee shall supersede the version approved by the Executive Board and Rules Committee.

3.6. PARLIAMENTARY AUTHORITY.

The current edition of Robert's Rules of Order Newly Revised shall serve as the parliamentary authority for all components of the Party in all cases to which it is applicable and in which it is not inconsistent with these Bylaws.

3.7. SELF-GOVERNANCE, STATE AND FEDERAL LAW.

The Montana Republican Party is a private voluntary association holding all rights of self-governance afforded private organizations to the fullest extent under federal and state law, including but not limited to the First Amendment's right of free association.

ARTICLE 4: INDEMNITY, BINDING AUTHORITY, CONFLICT CONTROL

4.1. INDEMNIFICATION; RESPONSIBILITY FOR LIABILITIES.

To the fullest extent permitted by law, the Montana Republican Party, acting through the State Central Committee, shall indemnify and hold harmless its officers, members, employees, agents, and authorized representatives from and against any claims, liabilities, damages, or expenses arising out of acts performed in good faith within the scope of their duties on behalf of the Party. Except as expressly provided in these Bylaws or in a written agreement approved by the State Central Committee, the debts, obligations, and liabilities of any nature of County Central Committees shall not be deemed the debts, obligations, or liabilities of the State Central Committee, and vice versa.

4.2. AUTHORITY TO BIND OR REPRESENT A CENTRAL COMMITTEE.

No component of the Party structure may represent that it has authority to act on behalf of or bind the State Central Committee or any County Central Committee except as expressly authorized by these Bylaws or by written authorization.

4.3. CONFLICT CONTROL.

No component of the Party may act in a manner inconsistent with the Bylaws, Platform, Resolutions, or directives of the State Central Committee. In the event of a conflict, the governing provisions and directives of the State Central Committee shall control.

ARTICLE 5: COMMUNICATIONS

5.1. COMMUNICATIONS OF THE MONTANA REPUBLICAN PARTY.

The State Chair, subject to State Executive Board direction, shall be the only official spokesman for the Montana Republican Party. All official political communications and electioneering documents of the State Party shall be transmitted through the State Chair, or their designees, after review by the General Counsel to ensure compliance with state and local laws and regulations. However, the State Chair may delegate communications duties to other Republicans or to State Party officers or employees as the Chair deems necessary.

ARTICLE 6: VOTING, BALLOTING, ELECTIONS

6.1. VOTING AND BALLOTING.

- (a) One Person, One Vote. Except as otherwise provided in these Bylaws, (i) each person entitled to vote at a meeting or convention may cast only one vote on any question, (ii) each vote shall be equally weighted, and (iii) an individual who holds more than one position on a deliberative body shall participate and vote in only one capacity.
- (b) Individual Voting. Except as specifically provided in these Bylaws, voting on any motion or election shall be conducted on an individual basis and each person entitled to vote has the right to cast an individual ballot.
- (c) Secret Ballot. If more than one person is nominated for an office, the election shall be conducted by secret ballot.

6.2. PROXIES LIMITED TO CERTAIN MEETINGS AND CONVENTIONS.

Except as provided in these Bylaws, a member entitled to vote at a meeting of the State Central Committee, a County Central Committee, a State Platform Convention, a State Officers Convention, or a County Officers Convention shall be entitled to vote either in person, or by written proxy. Proxies may not be used at any other meetings or conventions. An individual who holds voting rights both as a State Convention participant and as a member of the State Central Committee may vote in only one capacity at the Convention but may assign a proxy to vote in the other. Except for the weighted voting provisions in Chapter 5, no individual may cast more than one vote.

6.3. PROXY REQUIREMENTS.

- (a) Proxy Holder. A proxy holder need not be of the same sex as the person represented, but must reside in and be registered to vote in the same precinct, county, or district represented by the proxy grantor, or if the proxy is granted by a Legislator, the proxy holder must be a resident elector of the county if it contains one or more districts or of the district if it contains all or parts of more than one county.
- (b) Proxy Form and Instructions. A proxy shall be executed on the official form provided by the State Party office and signed by the member on whose behalf it is cast. It must be submitted sufficiently in advance of the meeting or convention in which it is used to ensure compliance with applicable law and timely verification before the Call to Order. The Standing Rules shall establish a uniform proxy form for each type of meeting or convention in which proxies are permitted and set forth the submittal deadlines.

- (c) Proxy Disclosure. All proxies shall be announced during the roll call of the meeting in which any proxy is exercised. The proxy record shall be made available for verification and retained with the meeting records.
- (d) Invalid Proxy. A proxy that is cast in violation of state law or other provisions in this section is invalid, and the outcome of a vote or action determined by the use of an invalid proxy may be voided by the permanent Rules Committee.

6.4. PROXY LIMITATIONS.

- (a) One Person, One Vote. A member entitled to vote in their own right may not hold and vote the proxy of an absent member.
- (b) County Central Committees May Limit Proxy Use. The bylaws of a County Central Committee may limit or prohibit the use of proxies in meetings and conventions of the County Central Committee but shall not alter any other proxy provisions established by these Bylaws.

6.5. FAIR TREATMENT OF CANDIDATES.

- (a) Non-Discrimination. In the selection of officers, precinct representatives, or delegates, there shall be no discrimination based on biological sex, race, creed, color, or national origin. Notwithstanding the foregoing, male-female composition requirements shall be followed in compliance with the Rules of the Republican Party and these Bylaws.
- (b) Ballot Fairness. Each candidate on any written ballot offered for any election at any Party convention or meeting must be treated fairly throughout the nomination and balloting process, including:
 - i. A candidate's name may not appear more than once on a ballot for the same office;
 - ii. The names of all candidates must appear either in alphabetical order by last name or in a truly random order by last name;
 - iii. The names of all candidates, whether listed individually or as part of a slate, must appear in the same color, type style, type size, font, and formatting; and
 - iv. Eligible voters may not be given an opportunity to vote for a group or slate of candidates without casting a separate vote for each individual candidate.
- (c) Election Observers. Each candidate for a Party officer position may appoint one observer to witness all phases of the balloting and counting in that candidate's race in order to verify fairness and accuracy.

6.6. MAJORITY VOTE REQUIRED.

A candidate for any officer position on the State Central Committee, County Central Committee, the National Delegation, or any Candidate Nominee to fill a vacancy for a public state or federal office, must receive more than fifty percent (50%) of the votes cast to be declared elected. If no candidate receives more than 50% of the votes cast in the first round of balloting, additional rounds of voting shall be conducted as follows:

- (a) Four or More Candidates. If four (4) or more candidates appear on the ballot, the lower half of the candidates receiving the fewest votes shall be eliminated. If the number to be eliminated is fractional,

it shall be rounded up. This procedure shall be repeated until a candidate receives a majority or the number of candidates is reduced to three.

- (b) Three Candidates. If three candidates appear on the ballot and no candidate receives a majority on the first ballot, the candidate receiving the fewest votes shall be eliminated, and a runoff shall be held between the two remaining candidates.

6.7. DECLARATION OF RESULT.

The results of the tellers' report shall be announced to the assembly in open session prior to opening nominations for a subsequent race.

6.8. REPORTING REQUIREMENTS.

The Chair of the State Central Committee, each County Central Committee, and the National Delegation shall cause the results of officer elections, delegate elections, vacancy elections, and bylaws amendments to be filed as required by state law, these Bylaws, and the Rules of the Republican Party as the case may be.

6.9. CLOSED PRIMARIES.

The Party supports a closed primary voting system in Montana. In the event that Montana law is changed to allow for closed primary elections to be held in the state, the following closed Republican Party Primary Rule will immediately go into effect and be controlling: "Only persons who have registered as a Republican prior to the Primary Election will be allowed to vote on a Montana Republican Party ballot in that Primary Election."

6.10. ELECTRONIC MEETINGS AND CONVENTIONS.

A meeting or convention conducted electronically, or in a hybrid electronic and in-person format, must provide all participants with the same opportunity for simultaneous audio communication and recognition as in an in-person meeting. All members entitled to vote, whether participating electronically or in person, shall be counted for purposes of establishing a quorum. A convention may be conducted by electronic means only in the event of a declared federal or state emergency affecting the entire state.

ARTICLE 7: MEMBERSHIP

7.1. ELIGIBILITY FOR MEMBERSHIP.

Membership in the Montana Republican Party is open to all Montanans who identify as Republicans and, in good faith, share and support the Party's purpose and principles. The rights and responsibilities of membership are governed by these Bylaws.

7.2. COMMON CHARACTERISTICS OF REPUBLICANS.

- (a) Shared Principles. Generally supports and seeks to advance the principles reflected in the Party platform and adopted Resolutions.
- (b) Shared Purpose. Generally supports the purpose of the Party and seeks to advance its stated goals through civic engagement, elections, public service, and public policy.
- (c) Shared Allegiance. Consistently identifies the Republican Party as his or her political party and acts in good faith to strengthen, rather than undermine, the Party's ability to fulfill its purpose.

- (d) Shared Fidelity. Does not support the election of Democrats or collaborate with the Democratic Party or its affiliates in efforts to influence elections, or the exercise of legislative, executive, or judicial authority in any manner inconsistent with the purpose and principles of the Republican Party. Republican and conservative nonpartisan candidates do not receive or accept material support from the Democratic Party, its well-established members and donors, or its organized affiliates.

7.3. GOOD STANDING.

Membership in good standing is required for the exercise of rights or privileges associated with membership. A member is in good standing if the member:

- (a) Conducts themselves in a manner materially consistent with these Bylaws and the Party's purpose; and
- (b) Satisfies any registration and dues requirements that are in effect.

7.4. PARTICIPATION AND CONDUCT.

Participation in the Party's internal governance—including service as a precinct representative, delegate, proxy, or officer—is a privilege of association, not a right conferred by public office or candidacy. Members must act in good faith to support the Party's purpose and must not engage in conduct materially inconsistent with the Party's interests, including conduct that undermines its platform, policy positions, election operations, or internal governance.

7.5. LIMITS ON PARTICIPATION.

- (a) Limited Participation. The State Central Committee, or a State Convention, may limit participation in Party activities, including declining to seat a delegate if the person's conduct or activities are materially inconsistent with the Party's Bylaws or purpose.
- (b) Non-Member Prohibitions. Non-Party members are prohibited from:
 - i. Receiving an endorsement from the Party for an elective or appointed office.
 - ii. Receiving support (monetarily, physically, or otherwise) from the Party while running for or occupying an elective or appointed office.
 - iii. Using Montana Republican Party identifiers while running for or occupying an elective or appointed office in Montana.

7.6. MEMBERSHIP CATEGORIES.

The Party recognizes two (2) categories of membership: Official Membership and General Membership.

- (a) Official Membership. Official membership consists of persons who hold a position recognized by these Bylaws as part of the Party's formal governance or convention structure. Official members include duly elected or appointed Republican precinct committee representatives, Republican officers of the State and County Central Committees, Republican elected public officeholders, Republican nominees for public office, and duly elected or appointed Republican Convention delegates, as provided in these Bylaws.
- (b) General Membership. General membership is available to volunteers, supporters, and Republican and conservative nonpartisan candidates. This membership level does not bestow any rights of participation in Party governance but may include special recognition or privileges as may be set forth in the Standing Rules.

7.7. MEMBERSHIP REGISTRATION.

Membership in the Montana Republican Party is governed by these Bylaws and administered under the direction of the Executive Board. Registration shall require:

- (a) Affirmation of Support: A completed membership registration shall include a signed affirmation stating, "I am a Republican. I will support the purpose of the Montana Republican Party and abide by its bylaws."; and
- (b) Dues. Payment of annual dues in the amount of \$20 shall be required. Any dues changes adopted prior to November 1 of any year shall become effective on January 1 of the following year. Membership dues are non-refundable.

7.8. DUES ALLOCATION.

Proceeds from annual dues shall be divided equally between the State Central Committee and the County Central Committee in which the member resides; provided, however, that such division shall be calculated on the net revenue remaining after deduction of the State Party's direct costs not to exceed twenty percent (20%) of the dues collected.

**Proviso: Membership, registration, and dues provisions set forth in Article 7.6 thru 7.8 shall become effective July 31, 2026. Dues paid in 2026 will cover membership through the remaining months of 2026 and all of 2027. Effective Jan 1, 2028, annual dues of \$20 will be required.*

7.9. GENERAL MEMBERSHIP MAY BE DECLINED, SUSPENDED, OR TERMINATED FOR CAUSE.

General membership may be declined, suspended, or terminated (also known as removal) for cause at the discretion of the Executive Board or by a vote of the State Central Committee.

7.10. OFFICIAL MEMBERSHIP MAY BE SUSPENDED OR TERMINATED FOR CAUSE.

An official member may be suspended or terminated (also known as removal) for cause as follows:

- (a) Fairness and Confidentiality. Consideration of suspension or termination of an official membership shall be conducted in a fair and dignified manner and shall provide due process as set forth in this section. Members shall maintain confidentiality regarding the charges and proceedings and shall refrain from making libelous or slanderous statements. The Party, other than the State Chair, shall withhold public comment until a final determination is made by vote of the State Central Committee following a hearing.
- (b) Notice and Charges. Specific charges stating cause for termination shall be signed by not less than twenty (20) official members of the Montana Republican Party and submitted to the Executive Board. The Executive Board shall provide the accused with a copy of the charges and offer an opportunity for him or her to respond in writing within seven (7) days, followed by an opportunity for the accuser to reply within seven (7) days.
- (c) Temporary Suspension. The Executive Board may suspend the member for up to ninety (90) days while the matter is pending. The Executive Board shall review the response and reply, and determine if probable cause exists to terminate the membership. If probable cause exists, the member shall be notified and provided an opportunity to remedy the matter or resign.
- (d) Special Meeting Notice. If the matter is unresolved through the aforementioned steps, the Executive Board shall call a Special Meeting of the State Central Committee for a hearing and vote. Notice of the

meeting shall state the charges and instruct recipients to reserve judgement until after the hearing has concluded. The notice of hearing and charges shall be served on the accused not less than fifteen (15) days before the hearing.

- (e) Closed Session. The meeting and hearing shall occur in closed session. Attendance shall be limited to members of the State Central Committee, the State Executive Board, Party counsel, the parliamentarian, executive staff, and the Rules Committee. A hearing shall be conducted prior to the vote. The accused and the accuser(s) shall be afforded equal opportunity to be heard and present evidence. The State Central Committee shall vote following the hearing, and it may exclude the accused and/or accuser from the room during deliberations even if they are members of the body.
- (f) Decision and Notice. The State Chair shall announce the decision to the accused, accuser, and official members. The Party's public comment shall be at the discretion of the State Chair in strict consultation with Party counsel.

7.11. REINSTATEMENT OF MEMBERSHIP.

If a member is removed for cause, that person shall not be eligible for reinstatement for one (1) year. After that period, reinstatement shall be subject to approval of the State Central Committee.

ARTICLE 8: LATE REGISTRATION & CREDENTIALS DISPUTES

8.1. LATE REGISTRATION.

Any person who registers for a State Central Committee meeting or State Convention after the deadline established in the Standing Rules may petition the Credentials Committee to be credentialed.

8.2. DEFICIENCY AND OPPORTUNITY TO RESPOND.

In the event the Credentials Committee identifies a deficiency regarding the credentialing of any delegate, the Credentials Committee shall, where practicable, notify the affected person of the issue before the convention opens and provide an opportunity for that person to petition or appear before the Committee.

8.3. CREDENTIAL COMMITTEE RECOMMENDATION.

The Credentials Committee shall present its recommendation to the convention body regarding any late or disputed credential, including findings of fact, as part of the Credentials Committee Report. The convention body shall not admit a person who is not a member in good standing but otherwise may adopt or reject the Credentials Committee recommendation by majority vote. The decision of the convention body is final for that convention.

ARTICLE 9: RESOLUTIONS & ENDORSEMENTS

9.1. RESOLUTIONS.

The State Central Committee, State Platform Convention, Executive Board, and County Central Committees may adopt positions supporting or opposing ballot initiatives, referenda, legislation, and matters of public policy, provided the position is consistent with the Platform. The position shall be stated in the form of a Resolution and must be approved by a two-thirds (2/3) vote of the body taking such action at a meeting duly noticed for that purpose.

9.2. ENDORSEMENTS.

Endorsements of Other Party Candidates Prohibited. No member or component body of the Party shall endorse a candidate of another Party.

- (a) Endorsements of Candidates. The State Central Committee, Executive Board, and County Central Committees may endorse Republican candidates and conservative nonpartisan candidates who are members of the Montana Republican Party and appear on a Republican election ballot. Judicial candidates are not required to be a member of the Party to receive an endorsement. In contested races, any such endorsement shall be preceded by a fair, uniform, and documented vetting process established by the applicable endorsing body, which process shall provide each eligible candidate a reasonable opportunity to be heard, and shall be approved by a two-thirds (2/3) vote of the body making the endorsement at a meeting duly noticed for that purpose.
- (b) Endorsements by Individual Members. Individual members may endorse Republican and conservative nonpartisan candidates in contested races for public office or Party elections but may not associate the endorsement with the Party or their position in it unless the candidate is endorsed by the Party in accordance with this section.

9.3. PREVAILING POSITION.

In the event of any conflict among Resolutions or endorsements adopted by multiple components of the Party, the controlling position shall be determined in the following order of precedence: the State Central Committee, the State Platform Convention, the Executive Board, and the County Central Committees.

CHAPTER 2 – STATE CENTRAL COMMITTEE

ARTICLE 10: STATE CENTRAL COMMITTEE - ORGANIZATION

10.1. NAME AND STRUCTURE.

There shall be a Republican State Central Committee in Montana, known as the Montana Republican Party State Central Committee (“State Central Committee,” “MTGOP”).

10.2. DUTIES AND POWERS.

The State Central Committee serves as the principal governing body of the Montana Republican Party. It shall maintain Bylaws consistent with the purpose of the Party, the Rules of the Republican Party, and applicable state and federal laws to the extent they do not infringe on the Party’s constitutional rights. The State Central Committee shall elect officers to administer the Party on behalf of the State Central Committee in accordance with these Bylaws. The State Central Committee holds ultimate authority over management of the Party’s internal and external affairs, policy positions, election operations, and organizational integrity. It shall delegate such powers to the officers and Executive Board as are necessary to administer all ministerial functions of the Party, enforce compliance with these Bylaws, and perform all functions necessary to carry out the purpose of the Party consistent with the will of the State Central Committee.

10.3. MEMBERS OF STATE CENTRAL COMMITTEE.

The State Central Committee is composed of the Chair, State Committeeman, State Committeewoman, and Finance Chairman of each County Central Committee. The State Chair, Vice Chair, Secretary,

Treasurer, Assistant Treasurer, National Committeeman, and National Committeewoman shall be ex-officio non-voting members.

ARTICLE 11: STATE CENTRAL COMMITTEE - MEETINGS

11.1. ANNUAL MEETINGS.

The State Central Committee shall hold an annual meeting in conjunction with the State Officers Convention or the State Platform Convention, as the case may be. This meeting shall take place before the convention is called to order. Annual meetings shall be held in person except in the event of a declared Federal or State Emergency encompassing the entire state, the Executive Board may approve conducting the meeting electronically, or in a hybrid electronic and in-person format.

11.2. SPECIAL MEETINGS.

Special Meetings may be held in-person, electronically, or provide for hybrid electronic and in-person participation, as determined by the State Chair with concurrence of a majority vote of the Executive Board. The business to be transacted at a Special Meeting shall be limited to conducting a membership removal proceeding (Article 7.10 (d) and (e)), filling vacancies, or setting membership dues. Special Meetings of the State Central Committee shall be held on the call of:

- (a) A petition of the majority of the members of the State Executive Board; or
- (b) A petition of a majority of the members of the State Central Committee.

11.3. NOTICE.

- (a) Notice of Regular Meetings. Notice of Regular Meetings of the State Central Committee shall be provided with notice of the State Platform Convention and the State Officers Convention not fewer than sixty (60) days before the meeting. Notice shall be posted on the Party website, sent by electronic mail with read receipt requested to each member who has registered an email address to the State Party, and mailed by United States mail to each member who has opted to receive a paper notice and has registered a mailing address with the State Party.
- (b) Notice of Special Meetings. Notice of Special Meetings shall be provided not fewer than fifteen (15) days before the meeting. The notice of a Special Meeting shall state the special business to be transacted. Notice shall be posted on the Party website, sent by electronic mail with read receipt requested to each member who has registered an email address to the State Party, and mailed by United States mail to each member who has opted to receive a paper notice and has registered a mailing address with the State Party.

11.4. QUORUM.

A quorum for the transaction of any business at any meeting of the State Central Committee shall be a majority of the members entitled to vote thereat, and are present in person or by proxy.

11.5. ORDER OF BUSINESS – REGULAR MEETINGS.

The following order of business is adopted for Regular Meetings of the State Central Committee:

- (1) Call to Order
- (2) Invocation
- (3) Pledge of Allegiance
- (4) Roll Call/Confirmation of Quorum
- (5) Report of Credentials Committee

- (6) Approval of Minutes
- (7) Report of the Executive Board
- (8) Report of the Rules Committee
- (9) Report of Other Committees
- (10) Other Business
- (11) Adjournment

11.6. ORDER OF BUSINESS – SPECIAL MEETINGS.

The following order of business is adopted for Special Meetings of the State Central Committee:

- (1) Call to Order
- (2) Invocation
- (3) Pledge of Allegiance
- (4) Roll Call/Confirmation of Quorum
- (5) Report of Credentials Committee
- (6) Approval of Minutes
- (7) Special Business (as Specified in the Notice)
- (8) Adjournment

ARTICLE 12: STATE CENTRAL COMMITTEE OFFICERS

12.1. ELECTED OFFICERS.

The State Central Committee's elected officers are the Chairman, Vice Chairman, Secretary, Treasurer, Assistant Treasurer, National Committeeman, National Committeewoman, and Regional Chairs. The officers shall faithfully serve the Party as members of the State Executive Board and diligently perform all duties incidental to their offices, together with the duties set forth in these Bylaws, including:

- (a) **Chairman.** The Chairman ("State Chair") shall be the recognized leader of the Republican Party organization in Montana, represent the State Central Committee in an official capacity, serve on the Republican National Committee, and have the usual powers of supervision and management pertaining to the office of a chairman. Specifically, the State Chair shall have the sole responsibility for the hiring and termination of employment of all employees and contractors of the State Central Committee, except as provided in Article 12.5. He or she shall preside at all meetings of the State Central Committee, the Executive Board, and conventions, except that he or she may appoint a convention chairman to preside over the business of a convention. He or she shall appoint all committees of the State Central Committee, except the Executive Board and Regional Chairs Committee, and shall designate chairmen for each. The State Chair shall be an ex-officio member of all such committees except a nominating committee and may appoint a substitute to fill one or more of his or her ex-officio roles. The State Chair shall coordinate with the Treasurer and Secretary to ensure all necessary resources are provided, and all necessary compliance is conducted, to meet the reporting and recording obligations required by Montana and federal law and these Bylaws.
- (b) **Vice Chairman.** The Vice Chairman ("State Vice Chair") shall perform such duties as may be assigned by the State Chair. In the absence of the State Chair, the Vice Chairman shall perform the duties of State Chair subject to the direction and approval of the Executive Board.
- (c) **Secretary.** The Secretary shall maintain an orderly and secure system of records for the Party. The Secretary shall ensure that accurate contact information is maintained for purposes of notice, that all required notices are properly issued, and that roll call and minutes are taken for all meetings of the State Central Committee, the Executive Board, and State Conventions. The Secretary shall ensure that

the Party's adopted Resolutions, Bylaws, and Platform are proofread, that non-substantive edits and formatting are properly completed, and that final versions are published in a timely manner. The Secretary shall also ensure that the Party's Bylaws are filed as required by law. The Secretary shall preserve the records of the Credentials Committee, decisions issued by the Rules Committee, and opinions of the General Counsel, and shall provide administrative support to State Conventions, the National Delegation, and the Executive Board. The State Chair may delegate a portion of the Secretary's duties to a qualified individual.

- (d) Treasurer. The Treasurer shall oversee the Party's financial records and practices, require an accounting of all receipts and disbursements of the State Central Committee at least monthly, and ensure the timely filing of all reports required of the State Central Committee by any governmental body or agency. The Treasurer or the Treasurer's designee, including any accountant or bookkeeper appointed by the Chair, shall record all receipts and disbursements as required by the Federal Election Commission. Except for petty cash, all disbursements shall be made only by check countersigned by two authorized persons, one of whom shall be the Treasurer or Assistant Treasurer and one of whom shall be authorized by the State Executive Board. The Treasurer shall report on the financial affairs of the State Central Committee to the State Central Committee upon request of the Chair or upon written request of at least five (5) members of the State Central Committee submitted to both the Treasurer and the Chair. The Treasurer or the Treasurer's designee shall also present a report on the financial affairs of the State Central Committee at every properly noticed meeting of the Executive Board. The Treasurer shall ensure the Party's compliance with all Montana and federal statutes and regulations governing political party finances.
- (e) Assistant Treasurer. The Assistant Treasurer shall become familiar with the responsibilities of the office of the Treasurer and perform such duties as may be assigned by the State Chair or Treasurer.
- (f) National Committeeman and National Committeewoman. The National Committeeman and National Committeewoman shall represent the State Central Committee as members of the Republican National Committee and attend all RNC business meetings. In performing their duties, they shall advance the objectives of the Montana Republican Party and shall act under the direction of, coordinate with, and report to the State Executive Board.
- (g) Regional Chairs. Each Regional Chair shall support County Central Committees within their district in organization, fundraising, and general operations; assist County Central Committees in understanding and complying with the Montana Republican Party Bylaws and applicable state law; and serve as a liaison between County Central Committees and State Party leadership by conveying information, feedback, and regional concerns. Each Regional Chair shall also serve on and support the work of the Regional Chairs Committee as provided in Article 15.2.

12.2. COMPENSATION.

Elected officers shall receive no compensation for their services provided to the Party in their capacity as elected officers other than authorized reimbursement for direct expenses related to business on behalf of the Party. Reimbursement is subject to approval of the State Chair, or the Executive Board in the case of expenses incurred by the State Chair. Nothing herein shall be construed to preclude any elected officer, other than the State Chair, from serving the Party in any other capacity and receiving compensation therefor.

12.3. ELECTION, APPOINTMENT, TERM OF OFFICE.

No person may concurrently occupy more than one State Central Committee elected officer position.

- (a) State Chair, Vice Chair, Secretary, Treasurer, and Assistant Treasurer. These officers shall be elected at the State Officers Convention. Each officer shall serve a term of two (2) years, commencing at the close of the Officers Convention at which the officer is elected and continuing until the close of the next Officers Convention, or until the office is vacated, whichever occurs first.
- (b) National Committeeman and National Committeewoman. These officers shall be elected at a meeting of the State Central Committee each presidential election year at a time which shall comply with the Rules of the Republican Party. If no conflict exists between the national rule schedule and the date of the State Platform Convention, the election shall be held during a Regular Meeting of the State Central Committee in conjunction with the State Platform Convention. The term of office is four (4) years. The term begins upon adjournment of the Republican National Convention at which the National Committeeman or Committeewoman's election is ratified and continues until adjournment of the next Republican National Convention. The term is subject to the Rules of the Republican Party and ends earlier if the position is vacated.
- (c) Regional Chairs. These officers shall be elected at the State Officers Convention by the incumbent County Chairmen from their respective Regional Chair Districts. Each Regional Chair shall serve a term of two (2) years commencing at the close of the Officers Convention at which the Regional Chair is elected and continuing until the close of the next Officers Convention, or until the office is vacated, whichever occurs first. One Regional Chair shall be elected from each of the following districts:
 - i. District 1: Blaine, Cascade, Chouteau, Daniels, Dawson, Fergus, Garfield, Glacier, Hill, Judith Basin, Liberty, McCone, Musselshell, Petroleum, Philips, Pondera, Richland, Roosevelt, Sheridan, Toole, Valley, Wibaux;
 - ii. District 2: Bighorn, Carbon, Carter, Custer, Fallon, Powder River, Prairie, Rosebud, Treasure, Yellowstone;
 - iii. District 3: Beaverhead, Broadwater, Gallatin, Golden Valley, Jefferson, Madison, Meagher, Park, Silver Bow, Stillwater, Sweetgrass, Wheatland;
 - iv. District 4: Deer Lodge, Granite, Lincoln, Mineral, Missoula, Powell, Ravalli, Sanders; and
 - v. District 5: Flathead, Lake, Lewis & Clark, Teton.
- (d) State Central Committee Members. State Central Committee members shall serve a term of two (2) years, commencing upon the member's election or appointment and continuing until the election or appointment of a duly elected or appointed successor, or until the position is otherwise vacated, whichever occurs first.

12.4. APPOINTED OFFICERS.

- (a) Executive Director. The Executive Director shall be appointed by the State Chair, subject to the prior approval of the Executive Board. The Executive Director shall be a paid employee who shall serve at the pleasure of the State Chair. All terms of employment of the Executive Director must be set out in detail in the minutes of the Executive Board. The Executive Director shall preserve all permanent records of the State Central Committee and upon termination of employment shall relinquish them

to the successor Executive Director. The Executive Director shall also perform such duties as may be assigned from time to time by the State Chair.

- (b) Finance Chairman. The State Chair, subject to the prior approval of the Executive Board, shall appoint a Finance Chairman. The Finance Chairman shall faithfully raise funds for the use of the Republican Party and serve as a member of the State Executive Board.
- (c) Legal Counsel. The State Chair, subject to the prior approval of the Executive Board, shall retain legal counsel, who shall be licensed to practice law in this state. The legal counsel shall advise the State Chair, the State Central Committee, the Executive Board, and all State Central Committee officers and committees on all legal matters relative to their duties, under circumstances approved by the Executive Board.
- (d) Accountant/Bookkeeper. The State Chair may appoint a person to serve as accountant or bookkeeper for the Party. The person so appointed will collaborate with the Treasurer on record keeping and campaign finance filings. The person so appointed may be a paid employee who shall serve at the pleasure of the State Chair. The person so appointed shall also perform such duties as may be assigned from time to time by the State Chair.
- (e) Other Officers. The State Chair may appoint such other and further officers as may be authorized by the Executive Board.

12.5. APPOINTED OFFICERS - TERM OF OFFICE.

All officers appointed by the State Chair shall serve at the pleasure of the State Chair and their appointment may be terminated by the State Chair at any time. The appointment of all officers appointed by the State Chair shall continue until they are discharged by the State Chair or until the position is otherwise vacated, whichever occurs first.

ARTICLE 13: STATE CENTRAL COMMITTEE - OFFICER OR MEMBER VACANCY

13.1. VACANCIES.

An elected State Central Committee officer, or a member position, is vacated or deemed vacant by any of the following actions:

- (a) Resignation. A resignation is effective immediately upon receipt by any officer of the State Executive Board, or upon the member or officer publicly announcing their resignation.
- (b) Disqualification. A vacancy occurs when an officer or member no longer meets the qualifications required for the position, including residency, elector status, or applicable gender requirements, or if a Regional Chair ceases to serve as a county chair. If the disqualification is contested, the matter shall be referred to the Rules Committee for determination.
- (c) Suspension. A position shall be considered vacant only for the period during which the member's membership is suspended.
- (d) Removal. A member or officer of the State Central Committee is removed for cause.

13.2. NOTICE OF VACANCY.

Notice of a vacancy in an elected officer position shall be promptly provided to all members of the Executive Board.

13.3. FILLING VACANCIES.

All members of the Executive Board shall be promptly notified of any vacancy in an elected officer position. Vacancies not filled by automatic succession shall be filled in not fewer than ten (10) and not more than thirty (30) days. Except for a Regional Chair, any individual who assumes office under this section shall serve only until the next meeting of the State Central Committee, at which time a successor shall be elected to complete the unexpired term. In the event of a vacancy in an elected office, the following procedures shall apply:

- (a) State Chair. The Vice Chairman shall automatically succeed to the office of State Chair and shall perform the duties of State Chair subject to the direction and approval of the Executive Board. The Vice Chairman, upon succession, shall not appoint, discharge, or otherwise alter the status of appointed officers, committees, or committee chairs without prior approval of two-thirds (2/3) of the Executive Board.
- (b) State Vice Chairman. The State Chair may appoint a successor, subject to approval by the Executive Board.
- (c) Treasurer. The Assistant Treasurer shall automatically succeed to the office of Treasurer.
- (d) Regional Chair. The State Chair shall call a meeting of the county chairs within the district, with not less than ten (10) days' notice. The vacancy shall be filled by a majority vote of the chairs present.
- (e) Other Elected Officers. Any other vacancy in an elected office shall be filled by appointment of the State Executive Board, provided the vacancy is announced at a prior meeting.

ARTICLE 14: STATE EXECUTIVE BOARD

14.1. DUTIES AND POWERS OF THE STATE EXECUTIVE BOARD.

- (a) The State Executive Board ("E-Board") shall function as the governing board of the Montana Republican Party on behalf of the State Central Committee between meetings of the State Central Committee. In carrying out this authority, the Executive Board shall manage the affairs of the Party in accordance with these Bylaws, the Rules of the Republican Party, applicable state and federal law, provide for State Party Meetings and Conventions, and develop programs and events consistent with the purpose of the Party and the will of the State Central Committee. The Executive Board shall not take any action that is inconsistent with these Bylaws, contrary to applicable law, or in conflict with the will of the State Central Committee.
- (b) The State Executive Board is responsible for approving the minutes of all conventions within thirty (30) days after the convention.
- (c) Major actions of the Executive Board - including, but not limited to, publicizing favorable or unfavorable views on Republican candidates, Republican elected officials, or members of the Party, advocating for or against legislation and ballot initiatives, or engaging in litigation - shall be adopted by written resolution approved by a two-thirds (2/3) vote of the entire Executive Board. Resolutions

adopted by the Executive Board shall be electronically transmitted to the State Central Committee within three (3) days.

14.2. EXECUTIVE BOARD MEETINGS.

- (a) Call. Meetings of the Executive Board may be called by the State Chair or by petition of a majority of the members of the Executive Board.
- (b) Notice. Board meeting notices shall be electronically mailed with read receipt requested to all members at least ten (10) days prior to any such meeting. Notice may be waived by attendance of members at such meeting or waiver in writing of notice of all members not attending the meeting.
- (c) Quorum. The presence of a majority of the members of the Executive Board at any meeting shall constitute a quorum.

14.3. EXECUTIVE BOARD MEMBERS.

The Executive Board of the State Central Committee shall consist of the State Chair, who serves as Chair of the Executive Board, the Vice Chairman, Secretary, Treasurer, State Finance Chair (appointed by the State Chair), the National Committeeman and National Committeewoman, and five Regional Chairs. Committee chairs shall attend and report to the E-Board upon request of the Chair or a majority of E-Board members. Representatives of organizations affiliated with the Montana Republican Party as selected by the State Chair may attend and participate in Executive Board meetings at the discretion of the State Chair but shall not have voting privileges.

ARTICLE 15: STATE COMMITTEES

15.1. RULES COMMITTEE.

- (a) The State Chair shall appoint a permanent Rules Committee consisting of ten (10) members. The Rules Committee shall: (i) Consider and make recommendations on proposed amendments to these Bylaws; (ii) Administer appeals referred to it under Article 3; (iii) Review Standing Rules for consistency with these Bylaws and report on such rules to the State Central Committee; (iv) Determine contested disqualifications; (v) Interpret the application of these Bylaws; and (vi) Perform such other duties as are prescribed in these Bylaws or are customary to a rules or bylaws committee under generally accepted parliamentary authority.
- (b) The Rules Committee shall issue a written record of its decisions for distribution to the parties and shall report its actions to the State Central Committee.
- (c) In fulfilling its responsibilities, the Rules Committee may recommend guidance or corrective measures to promote consistent application of these Bylaws throughout the Party. Decisions of the Rules Committee shall be final unless modified or overturned in accordance with these Bylaws.

15.2. REGIONAL CHAIRS COMMITTEE.

The Regional Chairs Committee shall meet as directed by the State Chair and be chaired by a member appointed by the State Chair. The Committee shall coordinate communication, support, and alignment between the State Central Committee and County Central Committees. It shall coordinate regional efforts in organization, fundraising, and campaign support; facilitate communication of State Party guidance, training, and resources to County Central Committees; and provide a forum for Regional Chairs to identify

issues and recommend solutions to State Party leadership. The duties of individual Regional Chairs are set forth in Article 12.1 and shall be carried out both individually and through participation in this Committee.

15.3. OTHER STATE COMMITTEES.

The State Chair shall have the power to appoint such special or standing committees as may be deemed necessary or desirable from time to time.

15.4. TERM OF OFFICE.

The term of the members of all committees appointed by the State Chair shall automatically continue until terminated by the State Chair or otherwise vacated.

15.5. COMMITTEE REPORTS.

The chair of each committee shall report to the next meeting of the State Central Committee on the business conducted by the committee. The chair shall also ensure that the committee reports are prepared and distributed to each committee member and to the State Chair before presentation to the State Central Committee.

CHAPTER 3 – COUNTY CENTRAL COMMITTEES

ARTICLE 16: COUNTY CENTRAL COMMITTEE - ORGANIZATION

16.1. NAME AND STRUCTURE.

In each county of the state there may be a County Republican Central Committee (“County Central Committee”). The name of each committee shall begin with the name of the county followed by “Republican Central Committee” and any abbreviation shall closely match. For example, “Missoula County Republican Central Committee” (“MCRCC” aka “Missoula County GOP”).

16.2. DUTIES AND POWERS.

Each County Central Committee operates as a countywide unit of the Montana Republican Party, carrying out activities within its jurisdiction to advance the Party’s purpose as outlined in Article 2. Each County Central Committee has broad authority over and responsibility for its local operations, meetings, events, administration, and finances, subject to these Bylaws, the Rules of the Republican Party, and applicable state and federal laws. Accordingly, each County Central Committee shall elect officers and assign such duties as necessary to administer the business of the County Central Committee and represent it on the State Central Committee.

16.3. MEMBERS.

Each County Central Committee shall be composed the duly elected or appointed Republican Precinct Committee Representatives (Precinct Committeeman and Committeewoman) from each election precinct in the county. These Committee Representatives must be residents in and registered voters of the Precinct.

ARTICLE 17: COUNTY CENTRAL COMMITTEE - AUTHORITY

17.1. COUNTY BYLAWS.

County Central Committees may adopt county-specific bylaws, including duties of the Executive Committee, approval of campaign literature to be used for public distribution, and endorsing candidates, provided such bylaws are not inconsistent with these Bylaws and applicable state and federal law. Such bylaws and any amendments require a two-thirds (2/3) vote at a properly noticed meeting and are not effective until filed with the County Election Clerk. The bylaws shall bear the date of adoption and be filed with the Montana Republican Party headquarters within two (2) weeks of adoption. Failure to properly file such bylaws shall render them null and void. Disputes over interpretation of these Bylaws, or governance in the absence of valid county bylaws, shall be resolved through an appeal under Article 3.4.

ARTICLE 18: COUNTY CENTRAL COMMITTEE – MEETINGS

18.1. MEETINGS.

Meetings of the County Central Committee shall be held regularly on a date established in the county bylaws. The date of a regular meeting may be changed by a vote at the preceding meeting. A meeting may be cancelled, or additional meetings may be held, on the call of the Chair with concurrence from a majority of members.

18.2. NOTICE.

Notice of regular meetings shall be announced at the preceding meeting. Written notice of the specific time, place, and business to be transacted, together with minutes of the previous meeting, shall be transmitted to all members not fewer than ten (10) days in advance of any meeting. Notice may be waived by a member's attendance or by written waiver from any member not in attendance.

18.3. ELECTRONIC MEETINGS.

Meetings may be conducted in an electronic or hybrid electronic/in-person format with concurrence of two thirds (2/3) of all County Central Committee members.

18.4. QUORUM.

The presence of a majority of the members of the County Central Committee shall constitute a quorum.

ARTICLE 19: COUNTY CENTRAL COMMITTEE – ELECTION AND APPOINTMENT

19.1. ELECTION OR APPOINTMENT OF PRECINCT COMMITTEE REPRESENTATIVES.

- (a) Election. Members of the Montana Republican Party wishing to serve as a Republican Precinct Committeemen or Committeewomen may declare for nomination in a primary election pursuant to M.C.A. 13-38-201. Provided they maintain good standing, the candidate winning this election shall be the Precinct Committeeman or Committeewoman for the term, subject to all relevant provisions in these Bylaws.
- (b) Appointment. If no candidate is elected under (a), following the election the County Central Committee may appoint a person to that position provided the person is a member in good standing whose name has been provided to the County Central Committee and the State Chair thirty (30) days in advance of the meeting. The person appointed must meet the same qualifications as required to run for election to that position, including geographic residence requirements.

- i. If a precinct committee office has not been filled as provided above, and if the County has three or fewer precincts, the County Chairman, in conjunction with the County Central Committee may appoint four (4) additional “adjunct precinct representatives” who shall be entitled to vote at the County Convention, provided they are resident electors of the county and members in good standing.
- ii. If no elected Precinct Committeemen or Committeewomen exist in a County, the State Chair may, upon receiving a request in writing from 5 (five) duly registered electors of the County requesting organization of an acting Central Committee, appoint an acting Chairman who shall be empowered to call a special organizing meeting to appoint Interim Precinct Committeemen and Committeewomen to serve until the next primary election.

19.2. TERM OF COUNTY CENTRAL COMMITTEE REPRESENTATIVES.

Committee Representatives shall serve a term of two (2) years, commencing upon certification of the committee representative’s election or appointment and continuing until certification of a duly elected or appointed successor, or until the position is otherwise vacated, whichever occurs first.

19.3. ELECTED OFFICERS.

The County Central Committee shall elect officers to carry out all duties established in these Bylaws, the county bylaws, and such duties as are generally incidental to such office as set forth in Robert’s Rules of Order Newly Revised. Officers need not be Precinct Committeemen or Committeewomen, but must be residents and registered electors of the county. The Chair and Vice Chair shall be of opposite sex. The offices of Chair, Finance Chair, State Committeeman, and State Committeewoman shall each be held by separate individuals. The elected officers shall be:

- (1) Chair
- (2) Vice Chair
- (3) Secretary
- (4) Treasurer
- (5) Finance Chair
- (6) State Committeeman
- (7) State Committeewoman
- (8) Congressional Committeeman
- (9) Congressional Committeewoman

19.4. TERM OF COUNTY CENTRAL COMMITTEE OFFICERS.

Central Committee Officers shall serve a term of two (2) years, commencing upon adjournment of the meeting in which they are elected and continuing until adjournment of the meeting in which their successor is elected or appointed, or until the position is otherwise vacated, whichever occurs first.

19.5. ELECTION OF COUNTY OFFICERS.

Each County Central Committee shall hold a County Officers Convention to organize and elect officers of the committee between September 15 of each even-numbered year and March 15 of each odd-numbered year. The State Chair shall provide notice of this requirement at least ten (10) days before the period in which elections may commence. The convention shall be called and noticed as required by state law. The County Chairman, or in the Chairman’s absence the Vice Chairman or other officer authorized by Robert’s Rules of Order Newly Revised, shall preside. Only duly elected or appointed Precinct Committeemen and Committeewomen, or their proxies, may vote at the convention, and appointed Precinct Committeemen

and Committeewomen shall have the same rights, privileges, duties, and responsibilities as elected Precinct Committeemen and Committeewomen.

- (a) Absence. If a Committeeman or Committeewoman is absent, whether in person or by proxy, the convention may appoint a substitute delegate to be seated at the County Officers Convention, provided the substitute is a member in good standing and qualified elector who resides in the precinct to be represented by the absent representative.
- (b) Reporting Requirements. Each County Central Committee shall submit a report of the convention results to the State Central Committee within fourteen (14) days after the county officer convention but no later than March 31 of each odd-numbered year. The report shall include copies of the convention notice, the approved minutes of the county convention, a roster of those eligible to vote including elected and appointed precinct officers or their proxies, a record of those constituting a quorum, a list of those elected together with their physical address, mailing address, email address, and phone number, and the county bylaws in effect at the time of the election. Failure to file the report within the allotted time period may result in the county delegation not being seated at a state convention if the county does not file corrected reports within thirty (30) days after receiving notice from the State Party office of an incomplete filing.

ARTICLE 20: COUNTY CENTRAL COMMITTEE – VACANCIES

20.1. VACANCIES.

A County Central Committee officer or member's position is vacated, or deemed vacant, by any of the following actions:

- (a) Resignation. A resignation is effective immediately upon receipt by any officer of the County Central Committee, or upon the member or officer publicly announcing their resignation.
- (b) Disqualification. A vacancy occurs when an officer or member no longer meets the qualifications required for the position, including residency, elector status, or applicable gender requirements. If the disqualification is contested, the matter shall be referred to the Rules Committee for determination.
- (c) Suspension. A position shall be considered vacant only for the period during which the member's membership is suspended.
- (d) Removal. A member or officer of the County Central Committee is removed for cause.

20.2. FILLING A VACANCY.

- (a) Prior Notice. Prior to filling a vacancy in a Central Committee position, the resignation must be announced at a prior meeting. The position may then be filled at a subsequent meeting noticed for that purpose.
- (b) Filling a Precinct Representative or County Officer Vacancy. Vacancies in the office of Precinct Committeeman, Precinct Committeewoman, or a County Central Committee Officer, may be filled by majority vote of the members of the County Central Committee present at a meeting noticed for that purpose.

- (c) Term of Appointed Position. A Precinct Representative or Officer appointed to fill a vacancy shall serve until their successor is elected or appointed, or the position is vacated whichever occurs first.
- (d) Reporting. Immediately after an appointment is made, notice of the appointment shall be filed by the secretary of the meeting or the County Chairman with the County Clerk and Recorder and State Republican Headquarters. Written notice of the appointment must be provided to the County Clerk and Recorder or County Election Administrator and to the State Chair before the appointment becomes effective.

ARTICLE 21: COUNTY CENTRAL COMMITTEE - EXECUTIVE COMMITTEES

21.1. COUNTY EXECUTIVE COMMITTEE.

The County Executive Committee shall include such officers as established in the County Central Committee's bylaws. If no such provision exists, the Executive Committee shall be composed of the County Chair, Vice Chair, Secretary, Treasurer, and Finance Chair. The Executive Committee is responsible for ensuring that legal and managerial requirements of the Central Committee are met and shall not take any action that conflicts with these Bylaws, the County bylaws, or the will of the County Central Committee. Any actions of the Executive Committee shall be reported to the County Central Committee at or before the next County Central Committee meeting. Members of the Executive Committee may participate in meetings of the County Central Committee as non-voting ex-officio members, but may not make motions and vote unless they are also duly elected or appointed Precinct Committeemen or Committeewomen.

CHAPTER 4 – CONVENTIONS

ARTICLE 22: CONVENTIONS IN GENERAL

22.1. CALL AND NOTICE.

All conventions shall be called, and notice of the call given, and all such conventions shall be held, as provided by these Bylaws.

22.2. REGISTRATION.

Each delegate shall submit a completed convention registration and credential form no later than fourteen (14) days prior to the Convention by: (a) U.S. mail with a postmark by the deadline, (b) electronic submission (email or secure online portal) with confirmation receipt, or (c) in-person delivery to the State Party headquarters with receipt issued. The Standing Rules shall establish a uniform registration process for each type of convention.

22.3. PROXIES.

The Standing Rules shall establish a uniform proxy form for each type of meeting or convention in which proxies are permitted and provide instructions sufficient to ensure compliance with applicable law and timely verification before the meeting or convention in which a proxy is used.

22.4. REGISTRATION FEE.

Each delegate, proxy, or guest at such meetings shall pay a registration fee that shall be set by the Executive Board of the State Central Committee.

22.5. QUORUM.

A quorum for the transaction of any business at any Convention shall be a majority of the delegates entitled to vote thereat based on those registered for the Convention, credentialed, and seated in person or by proxy. Weighted votes shall not be considered in determining whether a quorum is present.

22.6. PARLIAMENTARIAN.

The State Chair shall appoint a parliamentarian for any State Central Committee meeting or convention.

22.7. ORDER OF BUSINESS.

The following order of business is adopted for all State Conventions of the Montana Republican Party:

- (1) Call to Order.
- (2) Invocation.
- (3) Pledge of Allegiance.
- (4) Roll Call/Declaration of Quorum.
- (5) Announcement of Appointment of Credentials Committee.
- (6) Announcement of Appointment of Rules Committee.
- (7) Report of the Credentials Committee.
- (8) Adoption of Report of Credentials Committee.
- (9) Report of Rules Committee.
- (10) Report of Other Committees.
- (11) Convention Business (depending on the type of convention called):
 - Officers Election Convention: Election of Officers.
 - Platform Convention: Adoption of Platform Amendments and Resolutions; and Election of National Committeeman and National Committeewoman if it is a Presidential Election year.
 - State Delegate Convention: Election of Delegates and Alternates to the Republican National Convention and Nomination of Presidential Electors.
- (12) Other Business of the Convention.
- (13) Adjournment.

ARTICLE 23: STATE OFFICERS CONVENTION

("The State Convention" Referenced by MCA 13-38-205)

23.1. DATE AND TIME.

The Republican State Officers' Convention shall meet at the call of the State Chair between June 1 and August 1 once every odd-numbered year.

23.2. PURPOSE.

The State Officers' Convention shall elect a State Chair and a State Vice Chairman (one of whom must be a woman and one of whom must be a man), a Secretary, a Treasurer, and an Assistant Treasurer of the State Central Committee.

23.3. NOTICE.

Notice of the State Officers Convention call shall be posted on the Party website and sent by email and postal mail to all persons eligible to be delegates thereto at least sixty (60) days prior to such convention.

23.4. OFFICERS CONVENTION DELEGATES.

Those entitled to vote at the State Officers' Convention shall be the members of the State Central Committee, the Republican incumbents in national and statewide office, Republican incumbents on the

Public Service Commission, and Republican members of the Legislative Assembly, or their duly appointed proxies.

23.5. NOMINATIONS AND ELECTIONS.

Nominations and elections for the various offices shall be held in the order set forth above, with each office to be elected before balloting is conducted on the next office. Nominations shall be made from the floor, with such time allowed for nominating and seconding speeches as may be determined by the State Chair.

ARTICLE 24: STATE PLATFORM CONVENTION

24.1. DATE AND TIME.

The Republican State Platform Convention shall meet at the call of the State Chair between the Primary Election Day and the General Election Day once every even-numbered year.

24.2. PURPOSE.

The State Platform Convention shall adopt a state platform and conduct such other business as may be properly brought before the Convention.

24.3. NOTICE.

Notice of the State Platform Convention call shall be posted on the Party website, and shall be sent by email and postal mail to all persons eligible to be delegates thereto at least sixty (60) days prior to such convention.

24.4. PLATFORM CONVENTION DELEGATES.

The Republican State Platform Convention shall consist of the following members:

- (a) Republican incumbents of national and statewide offices, state Senators, and Public Service Commissioners, whose terms of office extend beyond the first Monday in January of the next year.
- (b) Republican candidates nominated at the most recent primary election for the national and statewide offices, including candidates for election to the Legislative Assembly and the Public Service Commission.
- (c) The members of the State Central Committee.

24.5. PLATFORM PLANK COMMITTEES.

The State Chair shall appoint Platform Plank Committees, consisting of persons eligible to be delegates to the Platform Convention, to draft proposed amendments to Platform Planks. A copy of the most recent platform shall be posted online. Any delegate wishing to propose a substantive amendment to the Platform shall present it to the corresponding Plank Committee for consideration. Planks shall be limited to two (2) pages each in standard font and format. Committee adoption of Plank amendments shall require a two-thirds (2/3) vote to pass out of committee.

24.6. RESOLUTIONS COMMITTEE.

The State Chair may appoint a Resolutions Committee, consisting of persons eligible to be delegates to the Platform Convention, to consider recommending resolutions to the Convention body. Any delegate wishing to propose a resolution shall present it to the Resolutions Committee for consideration. No more

than five (5) resolutions may be recommended by the Committee for adoption by the Convention. Resolutions shall require a two-thirds (2/3) vote to pass out of committee.

24.7. CONVENTION CONSIDERATION OF PLATFORM PLANKS AND RESOLUTIONS.

- (a) Adoption of Plank Amendments: Each Plank Committee shall have a maximum of five (5) minutes to present and move the Committee's proposed amendments to the Plank. When floor discussion is opened, a maximum of fifteen (15) minutes shall be allowed. A recognized delegate may speak for no more than one (1) minute. Any substantive amendments moved from the floor must be provided in writing to the Secretary for posting before being moved. Non substantive clerical edits shall be permitted without being moved. A speech limit set herein may be extended up to double the allotted amount by a majority vote. Adoption of Plank amendments shall require a two-thirds (2/3) vote.
- (b) Adoption of Resolutions. The Resolutions Committee shall have a maximum of five (5) minutes to present and move each of the Committee's proposed resolutions, which shall be limited to five (5) resolutions. When floor discussion is opened, each delegate recognized to speak shall have up to one (1) minute per resolution. Any substantive amendments moved from the floor must be provided in writing to the Secretary for posting before being moved. Non substantive clerical edits shall be permitted without being moved. A speech limit set herein may be extended up to double the allotted amount by a majority vote. Adoption of resolutions shall require a two-thirds (2/3) vote.

ARTICLE 25: STATE DELEGATE CONVENTION

25.1. DATE AND TIME.

The State Delegate Convention shall meet at the call of the State Chair every presidential election year prior to the Republican National Convention at a time which complies with the requirements of the Rules of the Republican Party. This convention date may precede the Montana primary election date.

25.2. PURPOSE.

Such convention shall elect the delegates and alternate delegates from this state to the Republican National Convention, and shall nominate Presidential Electors and alternates.

25.3. NOTICE.

Notice of the call of the State Delegate Convention shall be posted on the Party website and shall be sent by email and postal mail to each County Chairman, Finance Chair, and State Committeeman and Committeewoman at least sixty (60) days prior to such convention.

25.4. APPLICATION OF POTENTIAL NATIONAL DELEGATES.

National Delegate/Alternate application forms shall be mailed to each County Chairman with the convention call. County Chairmen shall be responsible for distributing forms to those interested in their county. Application forms shall also be available from the State Party Headquarters. Members of the Montana Republican Party interested in attending the National Convention as a Delegate or Alternate Delegate must fill out the form and return it to Party Headquarters no later than sixty (60) days prior to the State Delegate Convention. The application form shall include two (2) signatures from duly elected or appointed precinct committeemen or committeewomen, or the signature of the chair, in the County Central Committee in which the Delegate or Alternate resides in order to be eligible for consideration.

25.5. ELECTION OF STATE CONVENTION DELEGATES.

Seven county delegates to the State Delegate Convention shall be elected from each county by the County Central Committee. The County Chairman must notify the State Chair of the names of the county delegates at least thirty (30) days prior to the State Delegate Convention. All county delegates must be members in good standing and register for the State Delegate Convention.

25.6. ELECTION OF NATIONAL CONVENTION DELEGATES.

The State Delegate Convention shall elect the Delegates and Alternate Delegates to the Republican National Convention, as prescribed by these Bylaws and the Rules of the Republican Party. The Delegates shall be elected first, and the Alternates shall be elected second. In each case, those persons receiving the most number of votes so cast shall be elected as Delegates or Alternate Delegates, as the case may be, to the National Convention.

25.7. PROXIES PROHIBITED.

No proxy may be used at any district or State Convention held to select delegates to the National Convention.

25.8. ALTERNATES.

Only an Alternate Delegate may vote in the absence of a Delegate. An absent Delegate may designate in writing the Alternate Delegate who is to serve and vote in that Delegate's absence. If an absent Delegate fails to designate an Alternate, the County Chair may designate the Alternate to serve and vote in the Delegate's absence.

25.9. BINDING.

Montana's State delegates and alternates shall be allocated and are bound to vote for the candidates receiving more than five percent (5%) of the vote in the Montana Republican Primary Election in proportion to the percentage of votes received at that primary election through the first ballot of the Republican National Convention, if that candidate's name is placed in nomination. The results of any Presidential Primary Election held in the state shall be binding upon delegates and alternates in accordance with these Bylaws.

25.10. NOMINATION OF PRESIDENTIAL ELECTORS.

At the conclusions of balloting for State delegates and alternates, the State Delegate Convention shall then proceed to nominate the Presidential Electors. In order to be eligible, each nominee for elector and alternate must gather ten (10) signatures from among the accredited voting members present at the current State Delegate Convention, prior to the start of the nomination of Presidential Electors agenda at the State Delegate Convention. The Chairman of the State Delegate Convention shall submit the signatures with the name and primary residence of each nominee to the convention for verification before the voting takes place. No more than one elector or alternate may be elected from any County. The four (4) persons each of which must be from different counties who receive the most number of votes cast shall be elected as the Presidential Electors and the four (4) persons each of which must also be from different counties receiving the next highest number of votes shall be elected as alternates.

25.11. ORGANIZATION OF THE NATIONAL DELEGATION.

Immediately following their selection, the Delegates and Alternates to the National Convention shall meet at the convention at which they were selected. Alternates shall not have the right to vote at any organization meeting. At such meeting, the elected Delegates shall elect officers of the Delegation which shall include a Chair, Vice Chair, and such committee members as might be required by the rules of the

Republican National Convention or the Republican National Committee. Subsequent organizational meetings of the State Delegation can be called by the Delegation Chair and held electronically.

25.12. CERTIFICATION.

- (a) The State Party Chair shall sign certificates of election, as credentials of the persons elected as State Delegates and Alternate Delegates, and shall file them in a timely manner with the Republican National Committee.
- (b) The State Party Chair shall sign certificates of nomination of the Presidential Electors and file them in a timely manner with the Montana Secretary of State.

CHAPTER 5 – PUBLIC OFFICE VACANCIES

ARTICLE 26: FILLING PUBLIC OFFICE VACANCIES

26.1. VACANCY IN CANDIDATE FOR STATE PUBLIC OFFICE.

If a Party candidate for a state office to be filled by the state at large dies or withdraws after the primary and before the general election, the State Central Committee shall appoint a nominee to fill such vacancy at a meeting of such Committee called for this purpose, within the time provided by state law. The person receiving a majority vote at such meeting shall be the nominee, pursuant to the majority vote requirement in these Bylaws.

26.2. VACANCY IN OFFICE OF, OR CANDIDACY FOR, CONGRESS.

- (a) **Officeholder Vacancy.** In the event that a vacancy occurs in the office of United States Representative, requiring an election to fill the vacancy, or in the event that the Party nominee shall die or withdraw after the primary and before the general election, the nominee of the Party shall be chosen by the State Central Committee, at a meeting called by the State Chair for that purpose, within the time provided by law. The person receiving a majority of vote at such meeting shall be the nominee, pursuant to the majority vote requirement in these Bylaws. If a candidate for United States Representative withdraws or dies forty (40) days or more before the primary election, the State Central Committee may appoint someone to replace that candidate at a meeting called by the State Chair for that purpose.
- (b) **Candidate Vacancy.** If a candidate for nomination for office to be filled by the state at large, either state or federal, withdraws or dies forty (40) days or more before the primary election, the State Central Committee may appoint someone to replace the candidate at a meeting called by the State Chair for that purpose. If such candidate withdraws or dies less than forty (40) days before the primary election, the State Central Committee shall appoint by majority vote someone to replace the candidate, if no other candidate was nominated at such election, at a meeting called for that purpose by the State Chair after the primary election.

26.3. OTHER PUBLIC OFFICE VACANCIES.

In all other cases where the Party may or is required to nominate a candidate, such nomination shall be made as follows:

- (a) At Large Vacancies. For offices to be filled by the state at large, the State Central Committee shall make the appointment at a meeting called for that purpose. The person receiving a majority vote at that meeting shall be the nominee, pursuant to the majority vote requirement of these Bylaws.
- (b) District Vacancies. For offices to be filled in districts including more than one county (e.g., Public Service Commission, multi-county legislative districts), a committee appointed by the County Central Committee of all counties in the district shall make the appointment at a meeting called by the State Chair for that purpose. Such committee shall consist of three persons from each county, who shall be selected by the Central Committee in such county. If a county has no Central Committee, the State Chair shall select that county's members of the committee. The person receiving a majority vote at the meeting of the committee shall be the nominee, pursuant to the majority vote requirement of these Bylaws.
- (c) Voting Formula. The votes of the person entitled to vote at such meeting shall be weighted according to the following formula:
 - i. Votes shall be determined by comparing the Republican primary vote in each county in the most recent primary election for the office involved to the total Republican primary vote for that office.
 - ii. For each two percent (2%) or less of the total Republican vote, four (4) votes will be awarded to the county. For each additional full percentage point over two percent (2%) of the total Republican vote, an additional vote will be awarded to that county.
 - iii. The delegate to the meeting from each county shall equally divide the number of votes to which their county is entitled, under the foregoing formula, on a decimal basis, and each delegate shall cast his or her vote individually.

END Of DOCUMENT