

Opinion No. 239.**Soldiers' Home—Board of Managers—
Meetings—Election of Officers.**

HELD: 1. Officers of the Board of Managers of Soldiers' Home consist of a President and a Secretary-Treasurer. No provision is made by statute for a Vice President.

2. Officers must be elected not later than the first Tuesday in May of each year.

3. Officers may be elected at any regular meeting, or any special meeting called for that purpose, not later than the first Tuesday in May of each year.

February 3, 1938.

Mr. Charles H. Poppe
Board of Managers
Montana Soldiers' Home
Columbia Falls, Montana

My Dear Mr. Poppe:

You have submitted the questions as to when the Board of Managers of the Montana Soldiers' Home should elect officers, and whether or not the law provides for the election of a Vice President.

Sections 1531 and 1532 of the Revised Codes of Montana, 1935, provide:

"1531. Meeting—organization—officers. A soon as practicable after the board of managers are appointed and qualified, and not later than the first Tuesday in May, 1895, and upon due notice given, the members of said board shall meet at the capital of the state and organize by electing one of their number president, and one of their number secretary and treasurer of said board, who shall hold their respective offices until the first Tuesday in May, 1896, and they shall be elected annually thereafter. The secretary and the treasurer shall keep a faithful record of all the transactions of the said board of managers and the books and records and accounts pertaining to such soldiers' home, under such rules and regulations as may be established by said board, and shall receive such salary as said board may determine."

"1532. Meetings of managers. The board of managers of the soldiers' home shall hold three regular meetings each year, to-wit: on the second Tuesday of March, July, and November in each year; and they may have special meetings, on the call of the president and one other member of the board, for the transaction of such business as may be stated in the call. Three members of the board shall constitute a quorum for the transaction of business."

The first officers of the board of managers of the soldiers' home were elected not later than the first Tuesday in May, 1895, and, inasmuch as the law requires that they be elected annually thereafter, it follows that the officers must be elected not later than the first Tuesday in May, 1938. The statute fixes the latest time in which the officers can be elected, but not the earliest time.

Section 1532 provides that the board of managers of the soldiers' home shall hold three regular meetings each year, to-wit: on the second Tuesday of March, July, and November, in each year; and they may also have special meetings, on the call of the President and one other member of the board, for the transaction of such business as may be stated in the call. At the special meetings no other business can

be transacted except that business stated in the call. Obviously, if the President is not willing on his part to join in making a call for the election of officers at a special meeting, no such meeting can be held for the election of officers. It follows then that if the officers are not elected at one of the three regular meetings the President would be in a position to perpetuate his tenure of office beyond the first Tuesday in May, because he would not be compelled to issue a call for the election of the officers at a special meeting. His powers are discretionary in that respect.

If officers have not already been elected to serve for the year commencing the first Tuesday in May, 1938, and if the President and one other member of the board do not issue a call for that purpose at a special meeting prior thereto, it follows that the officers of the board should be elected at the next regular meeting held on the second Tuesday of March, 1938. The officers so elected will assume their duties on the first Tuesday in May, 1938, and thereafter the officers may be elected at any regular or special meeting called for that purpose after the first Tuesday in May.

You are advised that the law does not provide for a Vice President of the Board of Managers of the Montana Soldiers' Home.