

MAINE STATE LEGISLATURE

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no
April 13, 1964

Governor John H. Reed

Executive

George C. West, Deputy

Attorney General

Maine Maritime Academy -- Quorum, Board of Trustees

FACTS:

Recently, seven of the twelve trustees of the Maine Maritime Academy resigned. There are now five trustees in office.

QUESTION:

May the remaining five trustees act officially as a board of trustees?

ANSWER: No.

OPINION:

Private & Special Law 1941, ch. 37, § 1, (amended P.&S. 1949, ch. 39) provides in part:

"The affairs of the school shall be controlled by a board of 12 trustees, Any vacancy in the board shall be filled . . . , but the majority of the board shall carry on business during the existence of any vacancy on the board." (Emphasis supplied.)

The Court in Opinion of the Justices, 70 Maine @ 563, said:

"If the body consists of twelve councilmen, seven is the least number that can constitute a valid meeting, though four of the seven may act, - that is, a majority of the whole must be present to constitute a legal quorum, but a majority of the quorum may act, - and so far as we are aware, the law is so stated in substance by all ancient and modern authorities.

It follows from the provision of the charter, and the law as stated by our court, that five trustees do not constitute a legal quorum of the board of trustees. They cannot hold a legal meeting or transact Academy business.

GCW:H

George C. West
Deputy Attorney General