

MAINE STATE LEGISLATURE

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yes ✓
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Jackson C. Keene, Acting Dep. Comm.

Banks and Banking

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Attorney General

Citizenship Requirement, 9 M.R.S.A. § 471, sub-§ 3

SYLLABUS:

The fact that a person residing in Maine is not a United States citizen does not preclude such a person from qualifying for membership on a board of corporators of a savings bank pursuant to 9 M.R.S.A. § 471.

FACTS:

We have received the following inquiry from the Department of Banks and Banking concerning the meaning of 9 M.R.S.A. § 471, namely:

"Can an individual who resides in the State, but is not a citizen of the U. S., qualify for membership on the Board of corporators?"

QUESTION:

See Facts.

OPINION:

9 M.R.S.A. § 471, provides in pertinent part:

"1. Members. The persons named in the original certificate of organization shall constitute the original board of corporators of a savings bank. Membership on such board shall continue until terminated by death, resignation or disqualification as provided.

"2. Number. The number of corporators may be fixed or altered by the bylaws of the bank. Vacancies may be filled by election at any annual meeting.

"3. Residency and attending meetings. No person shall continue to be a member after ceasing to be a resident of the State of Maine. Any member failing to attend the annual meeting of the corporation for 2 successive years ceases to be a member, unless reelected by vote of the corporation.

Clearly, there is nothing in the foregoing language which expressly prohibits aliens from qualifying as corporators. The only restriction to membership on a board of corporators other than death or resignation are that "no person shall continue to be a member after ceasing to be a resident of the State. . . ." and that "any member failing to attend the annual meeting of the corporation for 2 successive years ceases to be a member, unless reelected by vote of the corporation." Nor is there any other statutory or constitutional prohibition against alien friends being corporators.

While there has been no Maine case on the precise question raised, the law appears to be quite clear that in the absence of any constitutional or statutory provision to the contrary, a resident alien friend is eligible to become a director, corporator, shareholder or member of a private corporation. Robinson v. Hemingway, 131 Pa. 636, 18 A. 992 (1890); 19 Am. Jur 2d "Corporations" § 1089, p. 534; See also, 18 C.J.S. "Corporations" § 34(b), pp. 412-13.

For the foregoing reasons it is our opinion that a person need not be a United States citizen to qualify for membership on a board of corporators of a savings bank pursuant to 9 M.R.S.A. § 471.

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