

June 27, 2023

Chris Gallus, Commissioner of Political Practices

Delivered via email to [cpphelp@mt.gov](mailto:cpphelp@mt.gov)

Subject: Complaint received June 12, 2023; VanFossen v. Siloti/Missoula County Republican Central Committee and Missoula County Republicans, Incorporated, COPP-2023-CFP-008.

Dear Commissioner Gallus,

I have received the complaint from Jane Van Fossen filed on June 12, 2023 and your associated letter of June 14, 2023 requiring a written response.

I have reviewed your letter closely and identified 2 issues where you have asked for documentation. These are from page 1:

1. “Describe, in detail, the specific reason or reasons for incorporating the Missoula County Republicans as a Domestic Non-Profit Corporation with Montana’s Secretary of State’s office, and the manner in which the entities interact with one another or are otherwise affiliated, including share officers, membership and records, if any.”

To address this issue, the following are provided:

- An email from Carol Minjares, former treasurer, to Cameo Flood on the reason that she filed the incorporation (Attachment 1). At the time of the filing, neither Grace Siloti nor Cameo Flood were involved with the MCRCC/Missoula County Republicans. The MCRCC/Missoula County Republicans were unaware that Carol was filing the incorporation documents.
- Missoula County Republicans and MCRCC are one and the same. The current MCRCC rules (Attachment 2) that were used in the incorporation filing refer to the group as the Missoula Republican Party (MRP) and then clearly state that they are for the MCRCC. The date stamped on this copy of the rules was when the rules were received by the Secretary of State’s office. We have never used “MCR, Inc.” in any of our dealings. The officers of the Missoula County Republicans are all officers of the MCRCC (although not all of the MCRCC officers are officers of the Missoula County Republicans filings, because of space limitations on the form). We never operated the Missoula County Republicans, Inc. separately from the MCRCC because we thought they were the same entity. There are no separate records of the Missoula County Republicans, Inc. because it was never managed or executed as a separate organization. The incorporation was only renewed in 2023 because we received a notification from the SOS that a report was due.



The MCRCC/Missoula County Republicans has routinely used the names Missoula County Republicans, Missoula County Republican Party, and Missoula County Republican Central Committee interchangeably as does the Montana Republican Party, so we did the same. Additionally, we have heard people complain that “Missoula County Republican Central Committee” sounded like a communist organization, and because that is also clunky to say and write, we simply shortened it. At no time have we ever referred to ourselves as ‘incorporated’.

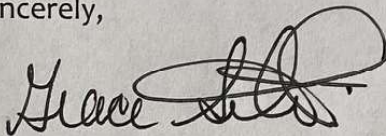
2. “bank information, including deposits made in the account and expenditures made from the account, for all accounts named for or directly controlled by the Missoula County Republican Central Committee and the Missoula County Republicans”.

To address this issue we have attached:

- We have never kept separate accounts for Missoula County Republicans and MCRCC, we have always used the names interchangeably. For bank information, we have included bank statements from December 2021 through May 2023 (last available statement), as Attachment 3, which show the deposits and withdrawals which match our COPP filings, including those Van Fossen included in the complaint. We have included these in a separate document because we would like these to be kept confidential and not released or posted.
- Copies of the PayPal and Square account information indicating that the only way that money was transferred out of these accounts was to the Stockman Bank account (Attachment 4). Both of these accounts had zero balances this month and have been closed.
- Please also refer to the filings the MCRCC has made with COPP between December 2021 and May 2023 which match all of our bank statements. Some of these are included in the Van Fossen complaint.

Please let me know if you need additional information; we would also be available to appear in person to answer any questions.

Sincerely,

A handwritten signature in black ink, appearing to read "Grace Siloti". The signature is fluid and cursive, with a large loop at the end.

Grace Siloti

Treasurer, Missoula County Republicans

**cflood@bresnan.net**

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**From:** Carol Minjares <caroljm36@msn.com>  
**Sent:** Friday, May 19, 2023 7:15 PM  
**To:** cflood@bresnan.net  
**Subject:** Re: articles of incorporation

We were trying to move banks and I think First Security demanded it. Then they kept asking for more documentation, signatures from all officers etc so we dropped it. Not sure if there was any other reason.

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**From:** cflood@bresnan.net <cflood@bresnan.net>  
**Sent:** Friday, May 19, 2023 5:57:48 PM  
**To:** 'Carol Minjares' <caroljm36@msn.com>  
**Subject:** articles of incorporation

Hope you don't mind me bugging you again. I was wondering if you remember why you filed articles of incorporation with the Secretary of State for the Missoula County Republicans in 2020? I would especially like to know if the SOS asked for it or you were told by someone you needed to.

Thank you for any insight you can provide.

Cameo Flood  
[cflood@bresnan.net](mailto:cflood@bresnan.net)  
406-546-4980

## **Rules of the Missoula Republican Party (MRP)**

### **I. MISSION**

The Missoula County Republican Party (Central Committee) is established to assist and support the Republican Party candidates for local, state, and national elected offices.

14172197  
Montana Secretary of State  
Filed: July 24, 2020 04:51 PM  
BID: D1166972

### **II. AUTHORITY**

These rules shall govern the organization, the conduct of meetings, and the business of the MCRCC, it's officers, and committees. These rules are subject to the rules of the MTGOP and MCA 13-201 through 13-205.

### **III. EFFECTIVE DATE**

These rules and any amendments thereto, shall be effective when adopted by the MCRCC.

Upon the effective date of the rules and any amendments thereto, a copy of the rules and any amendments thereto shall be filed with the county election administrator pursuant to MCA 13-38-105.

### **IV. ORGANIZATION**

#### *A. Membership*

1. The MCRCC shall consist of the duly elected precinct committeemen, committeewomen and officers. They shall hold office for two years from the date of their election, or until the next scheduled precinct election.

#### *B. Election of County Officers*

The MCRCC must hold an election convention for the purpose of organizing the Central Committee between February 1st and May 1st in each odd numbered year. The County Chairman shall mail notice of this requirement at least ten (10) days prior to the period that elections may commence. Such conventions shall be called and notice of the call must be given as provided by state law. The County Chairman shall preside at the county convention and no person other than a duly elected committeeman or committeewoman or officer of the MCRCC is entitled to participate in the convention. Only elected precinct committeeman and committeewoman will be allowed to vote.

1. County Officers to Be Elected

- a) At such a convention, the MCRCC shall elect the following officers, who need not be precinct committeemen and

committeewomen, but who must be registered voters of Missoula County:

- (1) County Chairman
- (2) County Vice- Chairman
- (3) 2nd Vice-Chair (optional)
- (4) Secretary
- (5) Treasurer
- (6) State Committeeman
- (7) State Committeewoman
- (8) Congressional Committeeman
- (9) Congressional Committeewoman
- (10) Finance Chairman
- (11) Such other officers as may be deemed appropriate

2. *Call of Election*

- a) The Chairman of the MCRCC shall call the County Convention and not less than seven (7) days before the date of the convention, shall publish the call in a newspaper published at the county seat and mail or email a copy of the call to each precinct Committeeman, Committeewoman and officers.

3. *Conduct of Election*

- a) The Chairman of the MCRCC shall preside at the county convention. No person other than a duly elected precinct committeeman and committeewoman is entitled to vote in the convention.

4. *Proxies*

- a) Precinct committeemen or precinct committeewomen may appoint a proxy to represent him or her at the convention. No proxy shall be recognized unless held by a registered elector of the precinct represented by the committeeman or committeewoman. The holder of the proxy does not need to be the same sex as the issuer of the proxy.

5. *Credentials*

- a) Prior to convening the convention, a Credentials Committee shall inspect the credentials and proxies of convention delegates.

6. *Results of Election*

- a) Within five (5) days of the County Convention, but no later than May 6th, the MCRCC Secretary and Chairman shall submit a report of the convention results to the State Central Committee. Failure to file the report within the allotted time may result in the county delegation not being seated at the next State Convention.

**V. CENTRAL COMMITTEE MEETINGS**

*A. Call of Committee Meetings*

1. Meetings of the MCRCC may be called by:



- a) The County Chairman;
- b) A majority of voting members of the County Executive Committee;  
or
- c) A majority of voting members of the Central Committee.

*\*A call of the MCRCC (except for the call of a County Convention) shall be issued by email. The call shall be issued to all committeemen or committeewomen and the officers of the committee.*

## **B. Conduct of Committee Meeting**

### **1. Parliamentary Procedure**

*Robert's Rules of Order, as currently revised, shall govern all meetings and conventions, insofar as they are not inconsistent with the Rules of the MTGOP or the rules of the MCRCC. The Missoula County Chairman may appoint a parliamentarian.*

### **2. Order of Business**

- a) Meeting called to order by Chairman
- b) Invocation
- c) Pledge of Allegiance to the Flag of the United States of America
- d) Introduction of guests
- e) Old Business
- f) New Business
- g) Other Business
- h) Elections and Appointments
- i) Announcements
- j) Adjournment

### **3. Items of Business**

#### **a) Call to Order**

- (1) The Chairman shall call the meeting to order. Members of the MCRCC shall give the Chairman their attention. All members shall direct their questions through the chairman.

#### **b) Invocation**

- (1) The Chairman may request a member of the Committee to give the Invocation. The Chairman may appoint a Chaplain.

#### **c) Pledge of Allegiance**

- (1) The Chairman shall request someone to lead the Pledge of Allegiance to the Flag of the United States of America

#### **d) Introduction of Guests**

- (1) The Chairman shall welcome any guests attending the meeting. Guests shall be introduced by the Chairman or committee member who invited the guest. Guest speakers

may also be introduced by the Chairman and invited to speak to the committee.

e) *Old Business*

- (1) The Chairman may request that the secretary read the minutes from the last meeting of the MCRCC. The minutes may be amended by the Committee or adopted as read.
- (2) The minutes may be distributed via email.

f) *Treasurer's Report*

- (1) The Chairman may request that the Treasurer give a report. The Treasurer will prepare a report and give a copy to the Chairman and Secretary at each meeting. Such report shall include the current balance of the treasury and the current expenses to be paid. Bills for expenses prior approved by the Executive Committee must be submitted to the Treasurer in a timely manner prior to the committee meeting in order to be included in the report.
- (2) The Treasurer will prepare a annual report for the Executive Committee and give a copy to the Chairman and Secretary.
- (3) A copy of all reports the Treasurer files with the Office of Political Practices will be kept with the Secretary of the MCRCC.

g) *Committee Reports*

- (1) The Chairman may request that standing and special committees report to the MCRCC.

h) *New Business*

- (1) *The Chairman may indicate matters of new business since the last MCRCC meeting. Such business may include notification of decisions and recommendations made by the state Central Committee (MTGOP) and the MCRCC Executive Committee as well as new events that require the attention of the committee, future fundraising opportunities, and future elections. The Chairman may appoint new committees to study and report on new business issues.*

i) *Other Business*

j) *Elections and Appointments*

**\*Elections and Appointments are non-debatable issues.**

(1) *Elections*

- (a) *Elections shall be held at County Conventions as required by the Rules of the MTGOP. The County Chairman may appoint a nominating committee to nominate candidates for elected positions. The*

*nominating committee may nominate more than one candidate for each position.*

- (b) Candidates nominated shall have their names placed on a ballot for consideration by the Central Committee members. Nominations may be made from the floor by any MCRCC voting member. A space will be made available on the ballot for the "write-in" vote or any floor nominee.*
- (c) Each candidate nominated shall be given an equal opportunity to address the Committee members with a nomination acceptance speech prior to the election, unless candidates are voted in by acclamation.*

*(2) Vacancies*

- (a) The MCRCC is empowered to fill vacancies. A candidate may be nominated by any committee member to fill an empty Committeeman or Committeewoman position or office. The candidate must be present to be nominated. The candidate may accept the nomination by addressing the Committee and stating the reasons for accepting the nomination. All candidates nominated will be vetted by the Committee in the 30 days prior to their election, which will occur at the next regularly scheduled MCRCC meeting.*
- (b) If only one candidate is nominated for any position, the MCRCC may, without objection, elect that candidate by acclamation.*
  - (i) Acclamation is to be defined as a vote for a candidate by unanimous support by the Body.*

**VI. EX-OFFICIO MEMBERS**

- A. Republican Party members who currently hold local and state government elected positions representing the voters of Missoula County may be considered Ex Officio Members of the MCRCC. Ex Officio Members are encouraged to attend MCRCC meetings.

**VII. DOCUMENTATION OF COMMITTEE PROCEEDINGS**

Documentation of MCRCC Meetings, County Conventions, and Elections is a function of the Secretary who shall keep a book of minutes including adopted Treasurer's Reports for the



MCRCC. Each Secretary of the MCRCC shall pass on the book of minutes to the succeeding Secretary. A copy of all reports filed with the Office of Political Practices will be kept for the records of the MCRCC.

## **VIII. TREASURY**

All funds collected for the MCRCC shall be deposited for the MCRCC by the Treasurer or Chairman. Funds shall be deposited for the Committee by the Treasurer or Chairman. Funds shall be used in such a manner as to support the Mission of the Central Committee in its support of Republican Party candidates and the normal course of business that ensues.

## **IX. MEMBER RECOGNITION**

The County Chairman may authorize the use of funds to be used to express the gratitude or the sympathy of the MCRCC members in accord with social protocol.

## **X. EXECUTIVE COMMITTEE**

The MCRCC may consist of all Central Committee elected officers. The County Chairman shall call and preside at all meetings of the Executive Committee unless another officer has been appointed chairman of that committee's assigned work. The County Chairman or the appointed Chairman of the committee shall report the recommendations of the Executive Committee to the MCRCC.

See Rules of The Montana Republican Party, Page 11, Section G: "Each County Central Committee may adopt its own rules of the determination of membership of its Executive Committee and the function of such committee."

## **XI. STATE CONVENTION DELEGATES**

Delegates to the State Delegate Convention shall be elected by the MCRCC by eligible voters of that committee. No fewer than 4 and no more than 25 shall be elected. The County Chairman must notify the State Chairman of the names of the county delegates at least ten (10) days prior to the convention. All delegates must be registered for the convention. Those persons receiving the most numbers of votes so cast shall be elected to the State Delegate Convention.

Chairman Vondene Hopkins Kopetski appointed the following to be on the Rules Committee:

Thelma Baker, Chair  
 Nicolas Ream  
 Bill Hilshey  
 Jill Chapman

Kelsey Cooley

**Revisions as inserted were made at a meeting held at 6:00pm on Tuesday, April 30, 2019.**

Missoula County Republicans

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## Account Settings

### ACCOUNT & SECURITY

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Account access

Account preferences

Payment preferences

### BUSINESS PROFILE

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Business information

Account owner information

**Money, banks and cards**

Notifications

### PRODUCTS & SERVICES

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Website payments

Invoicing

Shipping

## Money, banks and cards

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**Online purchases**

Set your preferred way to pay online.

**Set**  
**(/myaccou**  
**flow=eyJy**

**In-store purchases**

Set your preferred way to pay in stores.

**Set**  
**(/business**

## Banks

**STOCKMAN BANK OF MONTANA**

Checking [REDACTED]

**Edit**  
**(/business**  
**4JUF7UJX7**  
**flow=eyJy**



**Link a new bank** (/businesswallet/money/addbank?flow=eyJyZXR1cm5VcmwiOilvYnVzaW5lc3NtYW5hZ2UvYWNjb:

## Cards

**Link a card**

Speed through checkout without sharing your financial info.



**Link a new card** (/businesswallet/money/addcard?flow=eyJyZXR1cm5VcmwiOilvYnVzaW5lc3NtYW5hZ2UvYWNjb:

## Currency management



**Add a currency (/businesswallet/addcurrency/?  
flow=eyJyZXR1cm5VcmwiOilvYnVzaW5lc3NtYW5hZ2UvYWNjb:**

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Account

Next, Customize Receipts



## Bank Accounts

Bank accounts must be verified before you can transfer money into or out of Square. Verification usually takes a few minutes, but can take up to 4 business days for some banks.

### All locations

Automatic transfers take place after the close of business each day and can take up to 2 business days, depending on the transfer speed.

#### Missoula County Republicans

Automatic transfer

[Stockman Bank Of M...](#)

### External bank accounts

[Stockman Bank Of Mo...](#)

Active



June 27, 2023

**Addendum to Response to Complaint: Jane Van Fossen vs. Grace Siloti/Missoula County Republican Central Committee**

Dear Commissioner Gallus:

In her complaint, Jane Van Fossen makes several false allegations about the way the Missoula County Republican Central Committee conducts business. We wanted to submit this addendum to offer additional clarification:

Jane alleges 'a pattern of financial mismanagement of political party funds here in Missoula'. It is disturbing that she makes this claim without proof, and in spite of the fact that a determination of wrongdoing would be the purview of the COPP office, not her own interpretation. We believe our documentation proves that not only is there no mismanagement, our treasurer's books balance to the penny, and Jane's allegations are based on supposition, erroneous data, and lack of knowledge about our processes. If Jane actually believed that 'she couldn't stay silent about this misconduct', why didn't she bring it to our attention before filing a complaint with COPP? As the chairman, I have never received any communication from Jane as to her concerns. I am aware that Jane has been harassing, threatening and trying to intimidate our treasurer, Grace Siloti by insisting she meet with her by saying that she 'believed Grace had broken the law'. Further, I've been told that after leaving several threatening phone messages for Grace, Jane sent her brother to Graces' place of business to confront her which he did in front of her employees as to why she would not meet with Jane. I am also aware that Grace has suffered significant verbal abuse, threats, intimidation and bullying from Jane Van Fossen and others in her group. If Jane's motives were really to just make us aware of possible problems, why not just call our attention to them? Why threaten and abuse Grace?

On page 1 of her complaint, under Transfer of funds to another organization, Jane alleges that in a 'private, recorded conversation with the Complainant, Ms. Siloti asserted the transfer of funds was made by the former Treasurer, Carol Minjares'. There is nothing in our bylaws that prevents anyone who serves as a duly elected treasurer from transferring funds at any time for any reason. The inference that transferring funds to a new bank somehow constitutes wrongdoing is appalling. If Jane had simply asked at any committee meeting why the funds had been transferred she would have been told that the bank we had been working with kept having technical issues with online access which made it very difficult to do our banking remotely. There was never anything nefarious going on, which Jane seems to allege throughout her complaint.

Under False Statement of Organization in her complaint, Jane alleges 'checks drawn on the MCR Inc. account have been signed by individuals who have not been appointed and certified as a MCRCC Deputy Campaign Treasurer'. Our checks DO NOT say MCR inc. as Jane alleges. That is a lie. We have never held ourselves out to be a corporation in any capacity, not on our checks, not to our members, not to anyone to whom we've donated money. Never. And, as far as a deputy campaign Treasurer....that might be applicable if we were a 'campaign' but we're not. We are an independent political committee. Our bylaws and those of the State GOP provide that the duties of the Chairman include: 'The Chairman shall have the usual powers of supervision and management as pertaining to the office of a Chair. The Chair shall coordinate with the Treasurer 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.'. (pg. 4 I. Elected Officers A. Chair. Rules of the Montana Republican

Party). Further the State GOP bylaws at I. Elected Officers. E. Treasurer: '...All disbursements, excepting petty cash, shall be made only upon check signed by the Treasurer, his designee, and/or the Chair or Vice Chair if designated by the Chair for such authority.' That is exactly what we've done. There is nothing in our county bylaws that addresses appointing a deputy treasurer, and there is nothing in either the State GOP or county bylaws that specifically references 'appointing or certifying a deputy treasurer'. Since Grace lives in Condon which is more than an hours' drive from Missoula, and since the roads are often difficult to travel in the winter months, the Chair coordinated with the treasurer to ensure that our financial obligations could be addressed in a timely manner, and the logical decision was for the Chair to appoint someone (Cameo Flood) to help out if Grace was not available. Rather than trying to obfuscate as Jane is alleging, we followed the bylaws exactly.

Jane alleges on page 2 of 3...'A motion requiring a financial audit was moved, seconded and approved at a MCRCC business meeting held 11/29/2022'. That is not true. It is also not true that as Chair, I have rebuffed the request for an audit. When the subject was brought up for discussion (a motion was never made) I specifically endorsed the idea of an audit which is noted in the minutes of that meeting. It is just a lie to say otherwise. In fact, I volunteered to call the CPA that the committee suggested to do an audit, and I then reported back to the committee that their CPA determined an audit would cost approximately \$8000. I continued to support the idea of an audit, but at that time we did not have enough money in our treasury to cover that cost. Members were informed they could donate to cover the cost of an audit, or raise the money themselves. The subject of an audit has not been mentioned since that meeting.

At III. GOVERNANCE DOCUMENTS. Jane alleges 'there is no Missoula Republican Party'. That is not true. There is a Missoula Republican Party of which the county central committee is a part, in the exact same way there is a Montana Republican Party of which the State Central Committee is a part.

Lastly, in her cover letter, Jane notes that 'all allegations in this complaint are supported by public information available on the websites of the Commissioner of Political Practices and of the Montana Secretary of State'. Exactly! Jane has had access to this information because our reports have been very specific and detailed and our treasurer has done a great job for us. Neither our treasurer nor our Vice Chair, none of us have tried to hide anything because we haven't intentionally done anything wrong.

Unfortunately, it appears the allegations in Jane's complaint are based on her interpretation of the law, but she is not an attorney. Additionally, her complaint is burdened by the fact that many of the issues she identifies are generally known to be the responsibility of internal party leadership. And lastly, much of what Jane has complained about has never been brought to the attention of our local central committee so we have not had an opportunity to address any of her issues before she filed this complaint.

Respectfully,

Vondene Kopetski  
Chairman, Missoula County Republican Party







