

# RETIRED PUBLIC EMPLOYEES OF NEW MEXICO AMMENDED ARTICLES OF INCORPORATION

## ARTICLE I - NAME

The name of the Corporation is Retired Public Employees of New Mexico. It is an incorporated, voluntary, non-profit, and non-partisan association herein referred to as RPENM, with its principal and registered office located in the city of the residence of the executive director. State of New Mexico, and formed to exist in perpetuity.

## ARTICLE II - OBJECTIVES

To serve as advocate and representative for the benefit of retired public employees of cities, counties and State of New Mexico.

## ARTICLE III - QUALIFICATION FOR MEMBERSHIP

Any person who is a member of the Public Employees Retirement Association of New Mexico (P.E.R.A.) or an annuitant, or survivor of an annuitant receiving benefits as a member of P.E.R.A. upon application for membership and payment of specified dues, may become a member of the association named RPENM.

## ARTICLE IV - OFFICERS AND ELECTIONS

Section 1. - Officers shall be President, First Vice-President, Second Vice-President, Secretary and Treasurer.

Section 2. - The Board of Directors shall be composed of not more than sixteen (16) members, including the officers and the immediate Past President who shall be a voting member of the Board of Directors.

Section 3. - The Board of Directors shall be elected by the membership by mail ballot prior to the Annual Meeting of the Association.

Section 4. - At the Board Meeting held the day before the Annual Meeting of the / RPENM membership, the Board of Directors for the ensuing year will meet and elect its officers for the year from a ballot prepared by the Nominating Committee.

Section 5. - Board members filling a vacancy shall serve for the unexpired term of the director being replaced.

## ARTICLE V - MEETINGS

The Annual Meeting of the membership shall be held in the month of May at a time and place set by the Board of Directors; with notice of said meeting to be published in the newsletter at least thirty (30) days prior to the meeting. The Board of Directors shall meet at least twice a year, one of which shall be at the Annual Meeting. All meetings are open unless specified as "Executive Meeting," which are confined to the Board of Directors.

## ARTICLE VI - NAMES - ADDRESS OF THE INCORPORATORS

No Change

## ARTICLE VII - NAMES - ADDRESS OF THE FIRST BOARD OF DIRECTORS

No Change

## ARTICLE VIII - DISSOLUTION

Section 1. - In the event of dissolution, the Board of Directors, after payment of debts, shall dispose of any assets to another organization with similar purposes for the education and benefits of retired persons, provided each organization complies with the provisions of the Internal Revenue Code for federal tax exemption.

Section 2. - Any assets not so disposed of shall be referred to the District Court in which the principal office of the Association is located to be disposed of by the Court, preferably to an organization with purposes similar to those of RPENM.

## ARTICLE IX - CHAPTERS

Section 1. - Local chapters of RPENM may be organized in cities and/or counties in the State of New Mexico for the educational benefit of members of the Association.

Section 2. - Chapter bylaws shall not be in conflict with the by-laws or the Articles of Incorporation of the Association.

Section 3. - Chapters shall determine the frequency, time and place of their meetings and determine the need and amount of chapter dues.

Section 4. - Chapter members must be enrolled in state RPENM to be entitled to vote.

## ARTICLE X-AMENDMENTS

Sections of the Articles of Incorporation may be amended at any regular or special meeting of the Board of Directors by a 2/3 vote of the Board Membership provided, however such amendments shall not become effective until ratified by 2/3 majority vote of the general membership present and voting at the next annual meeting, and provided further that notice has been given in the newsletter at least thirty (30) days prior to the annual meeting. These amended Articles of Incorporation shall supersede all other Amended Articles of Incorporation of this Association and comply with Section 53-8-37, NMSA 1978 Comp.

STATEMENT

The Board of Directors adopted these amendments on the 29<sup>th</sup> day of September, 1999 in the City of Tucumcari and said amendments received a vote of two-thirds majority of the directors in office. Thereafter at the annual meeting of members on the 19<sup>th</sup> day of May, 2000, after due notice of the meeting the amendments were ratified by a two-thirds majority vote of the members present.

In witness whereof we have hereunto subscribed our names on this 10<sup>TH</sup> day of JULY 2000.

\_\_\_\_\_  
Lucio A Quinones, President

**ATTEST:**

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Terrie F. Baca, Secretary

CORPORATE ACKNOWLEDGMENT

STATE OF NEW MEXICO            )  
  ) ss.  
COUNTY OF BERNALILLO        )

The foregoing instrument was acknowledged before me this 10<sup>th</sup> day of JULY, 2000 by Lucio A. Quinones, President and Terrie F. Baca, Secretary of Retired Public Employees of New Mexico, a non-profit corporation, on behalf of the corporation.

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Notary Public  
My Commission Expires: \_\_\_\_\_