



STATE OF NEW MEXICO

**MAGGIE TOULOUSE OLIVER**

SECRETARY OF STATE

**Requirements and Instructions for Amending  
a Rural Electric Cooperative Association  
(62-15-12 NMSA 1978)**

**Filing Fees:** \$3. Please make the check or money order payable to New Mexico Secretary of State or NMSOS.

**Filing:** The officers of the cooperative shall file with the Secretary of State:

1. Articles of Amendment drawn up based on the attached statute, 62-15-12 NMSA 1978, and signed by two authorized officers of the cooperative.
2. A check or money order in the amount of \$3.00 made payable to NMSOS.

Please refer to the Rural Electric Cooperative Act 62-15-1 to 62-15-37 NMSA 1978 for the complete statutes governing a Rural Electric Cooperative. The Business Services Division can only act in an administrative capacity. We cannot offer you legal advice or opinion on your particular filing. We recommend that you consult with your own attorney and accountant during the process of incorporating as an association.

Please mail the entire packet to:

New Mexico Secretary of State

Business Services Division

325 Don Gaspar, Suite 300

Santa Fe, NM 87501

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**325 DON GASPAR, SUITE 300 | SANTA FE, NEW MEXICO 87501**

**PHONE: (505) 827-3600 or (800) 477-3632 | FAX: (505) 827-8081**

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## **62-15-12. Amendment of articles of incorporation**

A. A cooperative may amend its articles of incorporation by complying with the following requirements:

- 1) The proposed amendment shall be first approved by the board of trustees and shall then be submitted to a vote of the members at any annual or special meeting, the notice of which shall set fourth the proposed amendment. The proposed amendment, with such changes as the members shall choose to make, shall be deemed to be approved on the affirmative vote of not less than two-thirds of those members voting on the amendment at that meeting; and
- 2) Upon approval by the members, articles of amendment shall be executed and acknowledged on behalf of the cooperative by its president or vice president, and its corporate seal shall be affixed thereto and attested by its secretary. The articles of amendment shall recite in the caption that they are executed pursuant to the Rural Electric Cooperative Act and shall state:
  - a) The name of the cooperative;
  - b) The address of its principal office;
  - c) The date of the filing of its articles of incorporation in the secretary of state; and
  - d) The amendment to its articles of incorporation.

The president or vice president executing the articles of amendment shall make and annex thereto an affidavit stating that the provisions of this section were duly complied with. The articles of amendment and affidavit shall be submitted to the secretary of state for filing provided in the Rural Electric Cooperative Act.

B. A cooperative may, without amending its articles of incorporation, upon authorization of its board of trustees, change the location of its principal office by filing a certificate of change of principal office, executed and acknowledged by its president or vice president under its seal attested by its secretary, in the office of the secretary of state and in the office of the county clerk in each county in this state in which its articles of incorporation or any prior certificate of change of principal office was filed. The cooperative shall, within thirty days after the filing of the certificate of change of principal office in the office of the county clerk, file in the county clerk's office certified copies of its articles of incorporation and all amendments thereto, if they are not already on file in the county clerk's office.

**History:** Laws 1939, ch. 47, § 12; 1941 Comp., § 48-412; 1953 Comp., § 45-4-12; 2013, ch. 75, § 27.



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