

**CONSTITUTION OF THE NEW MEXICO ASSOCIATION OF COLLEGIATE
REGISTRARS AND ADMISSIONS OFFICERS**

ARTICLE I

Name

The name of the organization shall be the New Mexico Association of Collegiate Registrars and Admissions Officers (NMACRAO)

ARTICLE II

Purpose

The purpose of the Association shall be to provide, by means of conferences and otherwise, for the sharing of information and interchange of ideas on topics problems of common interest to the Registrars and Admissions Officers of New Mexico member institutions; to foster a friendly spirit of unity and cooperation among its members; to promote a spirit of professional pride in the profession; to encourage individual and institutional growth in the profession; and to advance the status of the profession itself.

NMACRAO is organized exclusively for charitable, religious, educational and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations described under Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

Upon the dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to state or local government, for a public purpose. Any such assets not disposed of shall be disposed of by a court of competent jurisdiction in the county in which the principal office of the organization is then located, exclusively for such purposes or such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE III

Authority

Section 1. The association operates within the State of New Mexico under the authority of the New Mexico Non-Profit Corporation Act (New Mexico Statutes Chapter 53 Article 8 Sections 1-99) and holds all of the general powers written therein.

- Section 2.** This organization is recognized by the American Association of Collegiate Registrars and Admissions Officers, and adheres to the national association's guiding principles.
- Section 3.** This organization is affiliated with the Rocky Mountain Association of Collegiate Registrars and Admissions Officers (RMACRAO) by the authority of their constitution and bylaws.
- Section 3.** This organization is a professional association acknowledged by institutions of higher education in the state of New Mexico, as well as the New Mexico Higher Education Department.
- Section 4.** This organization has established bylaws to govern administrative and procedural matters (such as time and location of meetings, etc.). the Bylaws shall not conflict with this constitution, Bylaws may be adopted, amended, or temporarily suspended by a majority vote present at an organization meeting where a quorum is present. Advance notice is not required.
- Section 5.** The rules of the Articles of Incorporation or By-Laws may be suspended at any Annual or special meeting of the Association upon two-thirds vote of the allotted votes cast., and a quorum is present.

Article IV

Membership

Membership shall be institutional, associate professional, or honorary.

- Section 1.** Institutional membership shall be open to any post-secondary institution in New Mexico that is authorized by the New Mexico Higher Education Department. Institutions operating in the State of New Mexico, which are not so authorized, may be nominated for membership upon investigation by and recommendation of the Executive Committee. New Candidates for membership shall complete an application for membership and submit the application to the NMACRAO Executive Board. New memberships shall be approved by an affirmative vote of a simple majority of voting delegate members present at a scheduled Business meeting or special meeting of the membership in which the vote is called and a quorum is met.

The organization shall have no rules or policies that discriminate on the basis of race, religion, national origin, ethnicity, color, age, gender, gender identity, marital status, citizenship, sexual orientation, or disability.

It is assumed that only persons employed as administrative or professional officers whose duties are concerned with enrollment management and student services, to include, but not limited to the admissions, registration, recruitment, or academic records of students enrolled in member institutions will be designated as institutional members. Any institution having separate campuses or off-campus centers, which have separate offices of admissions and records, shall be eligible for additional institutional membership(s) upon payment of the annual dues.

Section 2. Associate professional membership shall be open to individuals or organizations not eligible for institutional membership, but whose professional duties are related to the purposes of the Association, such as ACT, ETS, National Student Clearinghouse, Proprietary Schools, and other similar organizations and institutions. This non-voting membership may be granted upon recommendation of the Executive Committee and approval by an affirmative vote of a simple majority of voting delegate members present at the meeting in which the vote is called and a quorum is met.

Section 3. Honorary membership shall be open to persons who have served the Association with distinction. These persons may be elected to honorary non-voting membership by an affirmative vote of a simple majority of voting delegate members present at the meeting in which the vote is called and a quorum is met. Honorary members shall enjoy permanent invitation to attend NMACRAO meetings and shall be excused from NMACRAO membership and registration fees.

ARTICLE V

Officers

Section 1. The officers of NMACRAO shall be President, Past President, President Elect, Secretary, and Treasurer.

Section 2. The officers of the Association, as designated in Section 1, together with the Secretary-Elect, Treasurer-Elect and any NMACRAO member serving as on the RMACRAO Board (when applicable), shall constitute the Executive Board of the Association, with specific powers to call meetings, conduct programs and otherwise conduct the business of the Association between meetings. The officers of the association will perform their duties as set forth in the Bylaws of the Association.

Section 3. The term of office for President, Past-President, President-Elect, Secretary, and Treasurer shall be one year beginning with the termination of the annual

meeting in which elected, or until their successors shall be duly elected and are qualified to serve.

The President-Elect shall be elected at the annual meeting, or as the result of an election held through electronic delivery, in which a quorum is met, by an affirmative vote of a simple majority of voting delegate members present

The Secretary-Elect and Treasurer-Elect shall be elected at the annual meeting, or as the result of an election held through electronic delivery, in which a quorum is met, by an affirmative vote of a simple majority of voting delegate members present, and will serve as members of the Executive Board for a period of one year until they assume the positions of Secretary and Treasurer.

- Section 4.** Any officer who, during the term in office, ceases to meet the qualifications to serve as an officer shall resign from the office, and a replacement will be appointed by the Executive Board until the next regular election of officers is held. A member who ceases to meet the qualifications, must submit their resignation to the Executive Board, but may continue to serve until the replacement is appointed.

ARTICLE VI

Meetings and Voting

- Section 1.** The annual meeting of the Association shall be held at a time and place to be fixed by the executive board after discussion by the members at the previous meeting. Annual meetings may be rotated among the member institutions. Other meetings may be called at the discretion of the Executive Board.
- Section 2.** The call for the annual meeting shall be sent to the membership at least 45 days prior to the date of the meeting. Notice of special meetings shall be sent to the membership at least 30 days prior to the date of the meeting.
- Section 3.** Business cannot be conducted unless a quorum of the membership is present.
- a. At annual or special meetings, a quorum shall be one more than half of the member institutions.
 - b. A quorum must include at least two voting members from four-year public institutions, two voting members from two-year public community college institutions, and one voting member from a special, tribal or private institution.
 - c. A quorum for any committee shall be the committee membership present.
 - d. A quorum for the Executive Board shall be a majority of committee members present at any given meeting.

- Section 4.** In order to cast a vote, members must be present in person or virtually at the meeting in which the vote is called, or be verified as eligible to vote in an election conducted through electronic means.
- a. A member must be in good standing to vote. To be considered in good standing, a member institution must be current on payment of dues, and the member must be designated as the primary contact for the institution (or named as a proxy for a specific election).
 - b. Each member institution will have one vote on each issue at annual or special meetings.
 - c. Each member of committee will have one vote.
 - d. A quorum must be met, as defined above, in order to call for a vote. With the exception of constitutional amendments, voting at annual, special or committee meetings will be decided by a simple majority of member institutions present at meetings in which a vote is called.

ARTICLE VII

Finances

- Section 1.** The fiscal year of the Association shall be as established by the Executive Board. The fiscal year is defined as July 1- June 30.
- Section 2.** Annual dues shall be \$100.00 for each member institution.
- Section 3.** Dues shall be billed by the Treasurer on or after July 1st of each year.
- Section 4.** Special registration fees may be charged for designated events or activities, including conferences, when appropriate to support the expenses of the activity.
- Section 5.** Associate Professional membership shall be \$100.00 per person. The Association member institutions will be billed by the Treasurer on or after July 1st of each year.
- Section 6.** Dues shall be paid by September 30st of each year.
- Section 7.** Member institutions who have not paid their dues or special assessments by the due date shall be considered not in good standing, and shall lose all membership privileges, including voting privileges, until dues are paid and current. Member institutions who lose membership privileges for non-payment of dues shall complete and submit a membership application for reinstatement to the NMACRAO Executive Board.

Reinstatement applications will be reviewed for consideration by the Executive Board.

Section 8. Organization funds shall not be used to purchase or reimburse members for alcoholic beverages.

Section 9. The Executive Board will be authorized to review and decide on special requests for auxiliary expenses such as travel, member scholarships, etc.

ARTICLE VIII

Amendments

Section 1. This constitution may be amended at any regular meeting by a two-thirds (2/3) majority votes of the delegates present, as set forth in New Mexico Statute 53-8-37, and with the presence of a quorum.

The constitution may also be amended by consent in writing signed by all members entitled to vote with respect thereto.

If there are no members, or no members entitled to vote thereon, the Executive Board may issue a statement of fact that documents the absence of voters, along with the date of the meeting of the Executive Board at which the amendment was adopted, and a statement documenting that the amendment received the vote of a majority of the directors in office at the time of the vote.

Section 2. Proposed amendment(s) to the constitution must be presented to the membership prior to or in the call for the meeting at which the amendments will be voted upon.

Section 3. Once the constitutional amendment is adopted by the membership or the Executive Board in the absence of members, the changes must be submitted to the Secretary of State of New Mexico for review, in accordance with New Mexico Statute 53-8-38, for approval. The amendment(s) shall become effective upon delivery to the Secretary of State, unless disapproved by the same.

Section 4. The constitution, with approved amendments, must be made available to the membership no later than 30 days after the amendments become effective.

ARTICLE IX

Dormancy

- Section 1.** If the Association should no longer be actively conducting affairs and carrying out its purpose, any two officers of the Association may unite to sign a statement to that effect. The signed statement shall be filed with the Secretary of State in lieu of the required annual report. Upon the filing of the statement, along with payment of any fees, penalties or interest, the Association will be stricken from the list of active corporations in the State; however, this shall not be construed as any act of formal dissolution.
- Section 2.** The Association may be revived by the resumption of actively conducting affairs and the filing of an annual report.

ARTICLE X

Dissolution

- Section 1.** The Association may dissolve voluntarily in a manner consistent with Chapter 53, Article 8, Sections 47-54 NMSA 1978, Non-Profit Corporation.
- This process shall include the recommendation by the Executive Board, and adoption of a resolution for dissolution by at least two-thirds vote of members present or by proxy who are entitled to vote. If there are no members, or no members eligible to vote, the dissolution shall be authorized at a meeting of the Executive Board by the vote of a majority of board members present.
- Section 2.** Upon the adoption of the resolution of dissolution, the association will cease operations, except those actions necessary to complete unfinished or outstanding business proceedings.
- Section 3.** Upon the adoption of the resolution of dissolution, the Executive Board shall adopt a plan of distribution, using the same process as noted in Section 1 of this Article. This plan must be in accordance with Chapter 53, Article 8, Section 48, NMSA 1978 Non-Profit Corporation.
- Section 4.** Articles of Dissolution must then be adopted by the membership or the Executive Board in accordance with Section 1 of this Article. The Articles of Dissolution, once adopted, must be delivered to the Secretary of State of New Mexico for filing, in accordance with Chapter 53, Article 8, Section 52 NMSA 1978 Non-Profit Corporation. Once approved, the Secretary of State will issue a Certificate of Dissolution and return the documentation to the dissolved Association.

