

# **CONSTITUTION OF THE NEW MEXICO FLOODPLAIN MANAGERS ASSOCIATION**

**ARTICLE I. NAME AND LOCATION:** The name of this organization shall be the New Mexico Floodplain Managers Association, also less formally known as NMFMA. The principal place of business of the Association shall be within the State of New Mexico.

**ARTICLE II. PURPOSE:** The purpose of the New Mexico Floodplain Managers Association is the following:

1. To promote public awareness of proper floodplain management;
2. To promote the professional status of floodplain management and secure all benefits resulting therefrom;
3. To promote a liaison between individuals concerned with proper floodplain management and to encourage the exchange of ideas;
4. To keep individuals concerned with proper floodplain management well informed through educational and professional seminars and to provide a method for dissemination of information, both general and technical;
5. To inform concerned individuals of pending floodplain legislation and other related management matters; and
6. To study and support legislation pertinent and necessary to the effective implementation of floodplain management matters.

## **ARTICLE III. MEMBERSHIP AND VOTING RIGHTS**

**Section 1. Membership:** Membership shall be open to all persons actively involved in floodplain or stormwater management in the State of New Mexico. This includes elected officials, appointed officials, Federal, State and local employees, engineers, planners, consultants, and others involved in floodplain and stormwater management.

**Section 2. Voting Rights:** Each member whose dues are current shall be allowed one (1) vote on each matter submitted to this Association. A member may designate, in writing to the Board of Directors, another member to cast that member's vote by proxy.

## **ARTICLE IV. BOARD OF DIRECTORS, OFFICERS, COMMITTEES, AND EXECUTIVE DIRECTOR**

**Section 1. Board of Directors:** The Board of Directors shall be determined in accordance with the Bylaws of the Association.

**Section 2. Officers:** The officers of this Association shall be Chair, Vice Chair, Second Vice Chair, Secretary and Treasurer.

**Section 3. Committees:** The Chair shall appoint such standing and special committees as he/she may deem necessary.

**Section 4. Executive Director:** The Board of Directors may provide an Executive Director in accordance with the Bylaws of the Association.

**ARTICLE V. MEETINGS:** Membership meetings shall be held in accordance with the Bylaws of the Association.

#### **ARTICLE VI. AMENDMENT OR REPEAL**

**Section 1. Amendments (and/or Repeals):** Amendments to this Constitution may be proposed by the Board of Directors or by written petition signed by fifteen (15) voting members or ten percent (10%) of the Association, whichever is less.

**Section 2. Notice:** Any proposed amendment to this Constitution shall be submitted to the Secretary not less than sixty (60) days prior to a membership meeting at which the amendment is to be considered. The Secretary shall give written notice of the proposed amendment to the membership not less than twenty-one (21) days prior to a meeting at which the amendment is to be considered.

**Section 3. Vote Required:** This Constitution may be amended or repealed by a majority vote of the voting members present at a meeting of the Association. The proposed amendment shall be discussed at any membership meeting and may be amended by a majority vote at said meeting. All amendments shall be voted upon by ballot.

**Section 4. Effective Date:** Any amendment adopted by the Association shall become effective upon approval.

**ARTICLE VII. DISSOLUTION:** Upon dissolution of this Association, the Board of Directors shall after paying or making provision for the payment of all liabilities of the Association, dispose of all assets of the Association to such organization or organizations operating exclusively for charitable, educational or scientific purposes as shall at that time qualify as an exempt organization or organizations under Section 503 (c) of the Internal Revenue Code of 1953 (or corresponding provision of any future United States Internal Revenue Law), as the Board of Directors shall determine.

**ARTICLE VIII: PARLIAMENTARY LAW:** In all questions involving parliamentary procedure, including election procedures not covered by the Bylaws of the Association or established by the Board of Directors, Robert's Rules of Order (Revised) shall be considered the governing authority. The Chair shall be the Parliamentarian and shall rule on all issues of parliamentary procedure.

#### **ARTICLE IX. ASSOCIATION RECORDS AND REPORTS:**

**Section 1. Constitution and Bylaws:** The original Constitution and Bylaws and copies of amendments thereto to date, certified by the Secretary, shall be kept on file at a location selected by the Board of Directors, and open to inspection at all reasonable times.

**Section 2. Minutes, Membership Register and Books of Account:** The minutes of Board of Directors and membership meetings, membership register and books of account shall be kept on file at a location selected by the Board of Directors and open to inspection at any reasonable time upon written demand of any member for any purpose reasonably related to his or her interest as a member.

**ARTICLE X. SAVING CLAUSE:** Should any provisions of this Constitution, or the application thereof to any person or circumstances be held invalid, then the remainder of the same or the application of such provision to other circumstances shall not be affected thereby.

*[Amended October 21, 1999.]*

*[Amended April 17, 2003.]*