

Retired Public Employees of New Mexico Bylaws – updated June 7, 2025.

Bylaw 1 OBJECTIVES

Objectives of the Association shall be implemented through, but not limited to the following:

- A. Provision and distribution of educational information regarding the rights and benefits of retirees under the Public Employees Retirement Act.
- B. Provision of pertinent information to retired public employees by way of conferences, workshops, forums, correspondence and periodicals.
- C. Representing retirees and public employees before the various State Boards and Agencies, and the Legislature.
- D. Promotion of programs, facilities and services to enhance the quality of life in retirement.
- E. To encourage the active participation of all PERA retirees to be members of the Retired Public Employees of New Mexico.

Bylaw 2 MEMBERSHIPS

There are two (two) classes of membership: Regular and Honorary.

- Regular - Dues-paying annuitants, beneficiaries of annuitants or dues-paying members employed in a public agency belonging to PERA.
- Honorary members -A non-dues paying membership that is awarded to an individual by a majority vote of the Board of Directors.

Memberships are not transferable.

Only Regular members have full voting rights at Annual Membership Meetings and RPENM elections.

Honorary membership have no voting rights at any meeting. Membership in RPENM will not be restricted in any way for reasons of race, creed, color,

Religion, gender, national origin, sexual preference, ancestry, physical or mental disability, or veteran status.

Bylaw 3 DUES

- A. All membership dues and fees are set by the Board of Directors and announced 60 days prior to the effective date **not later than May 1st**.
- B. Dues collected will cover a period from July 1 through June 30 of the following year.

Bylaw 4 MEMBERS IN GOOD STANDING

- A. Regular Members who have paid the required dues in accordance with these bylaws and whose membership has not been terminated shall be members in good standing.
- B. The Board may extend membership status or designate a member to be a member in good standing beyond the period set forth in Section A of Bylaw 4 to any member or all members due to extraordinary circumstances.

Bylaw 5 TERMINATION OF MEMBERSHIP

Membership shall terminate on occurrence of any of the following events:

- A. Resignation of the member.
- B. Death of the member.
- C. Expiration of the period of membership, unless the membership is renewed on the renewal terms fixed by the Board.
- D. The member's failure to pay dues set by the Board.
- E. Any event that renders the member ineligible for membership, or failure to satisfy membership qualifications.

Termination of membership under these by laws will be based on the good faith determination by the Board of Directors that the member has failed in a material and serious degree to observe the rules of conduct of the corporation or has engaged in conduct materially and seriously prejudicial to the corporation's

purposes and interest.

If grounds appear to exist for terminating a member, the following procedure shall be followed:

1. The Board shall give the member at least thirty (30) calendar days prior notice of the proposed termination and the reasons for the proposed termination. Notice given by mail shall be sent by registered mail to the member's last address as shown on the corporation's records.
2. The member shall be given an opportunity to resign or to be heard, orally or in writing, at least five calendar days before the effective date of the proposed termination. The hearing shall be held, or the written statement considered, by the Board to determine whether the termination should occur.
3. The Board shall decide whether the membership should be terminated by a majority vote of the Board. Upon termination of membership, any dues paid by the former member for that calendar year will be refunded on a pro rata basis.
4. Any action challenging a termination of membership, including a claim alleging defective notice, must be commenced, in writing, within thirty (30) calendar days of the date of termination.

Any person, whose membership has been terminated under Bylaw 5, above, may rejoin RPENM only by petitioning the Board of Directors. The Board of Directors' decision on the issue of reinstatement is final.

Bylaw 6 REMOVAL OF BOARD MEMBER

Board members will comply with the RPENM Bylaws, Procedures, and Rules of Conduct or will be subjected to removal by a majority vote of the board of directors. The decision by a majority vote of the board of directors will be final.

Bylaw 7 OFFICERS AND ELECTIONS

The Board of Directors shall be composed of not more than twelve (12) members including officers.

1. The Board of Directors may include an Immediate Past President.
2. Any RPENM Member in good standing selected to serve on the Retiree Health

Care Board of Directors may be appointed and will not have voting rights unless they are a current board member. As the Retiree Health Care Board member, they will not be eligible to serve as an officer of RPENM. The RHCA representative may serve on committees as assigned by the RPENM President. The RPENM President or designee will appoint an alternate in the absence of the RHCA representative.

- A. To qualify for the Board of Directors, the candidate must have been an active and participating member in good standing of RPENM for at least one year and have the ability and be willing to serve on the Board.
- B. The Board of Directors shall solicit candidates to serve on the Board from the regular membership on an as needed basis to fill open (end of term) positions on the Board. Regular members will be selected to serve on the Board of Directors by a majority vote of the Board at any Board meeting. The Board of Directors shall make all reasonable efforts to ensure the Board remains diverse based on region, gender, race or ethnic identity and other important factors.
- C. If there are less or equal candidates for vacancies, to be filled, the board may appoint interested applicants to the board. If the number of applicants exceeds the number of open positions, then an election will be held by the members at the next regular meeting.

D. SELECTING NEW BOARD MEMBERS & OFFICERS

On the day before the Annual Meeting of the RPENM membership, the Board of Directors shall install new board members. The new Board of Directors shall elect its officers for the ensuing two-year term.-New board members and new officers will be formally installed at the Annual Meeting before any business is conducted.

E. ELECTION OF NEW BOARD MEMBERS & OFFICERS

If an election is required based on more-applicants than vacancies, the Board, at its Fall meeting, will select a regular member to represent the Association on the Retiree Health Care Authority Board . If circumstances warrant, a change can be made in the RHCA representative by a majority vote of Directors in office at any time.

Bylaw 8 MEETINGS

- A. Annual Membership Meeting-The Annual Meeting of the RPENM membership shall be held in the spring at a time and place set by the Board of Directors or

their agent; with notice of said meeting to be distributed to the membership at least thirty (30) days prior to the meeting. [The Annual Membership Meeting may be canceled or postponed due to extraordinary circumstances by the President of the Board with the approval of a majority of the Board.]

- B. Board of Directors Meetings - The Board of Directors shall meet at least twice a year. Meetings of the Board of Directors shall be at the call of the President or by petition to the President of at least three board members.

Bylaw 9 QUORUMS

- A. At any meeting of the Board of Directors there shall be a quorum comprised of a majority of the voting Board members present physically or electronically.
- B. At the Annual Meeting, only RPENM members in good standing are eligible to vote. The total number of RPENM members, in good standing, present at Annual Meetings shall constitute a quorum.

Bylaw 10 TERMS OF OFFICE

- A. Board members are selected or appointed for a term of four (4) years.
- B. The Board President shall serve no more than four (4) consecutive years as Board President

Bylaw 11 VACANCIES

- A. If a vacancy occurs due to a resignation, dismissal, or the inability of a Board member to serve, it may be filled by the approval of the majority of the board.
- B. Absence of Board member from two (2) consecutive Board Meetings, unless excused by the President, shall constitute a voluntary resignation and declaration of a vacancy to be filled as provided in Bylaw 10 A.

Board Members filling a vacancy shall serve for the unexpired term of the member being replaced.

Bylaw 12 DUTIES - OFFICERS

- A. President. Sets agenda and conducts meetings. Assigns committees and select committee chairs, co-chairs, and members. Exercises leadership role, assures that motions and resolutions passed are carried out, enforce rules,

regulations, policies, and RPENM Rules of Conduct. Represents RPENM in public and serves in an ex-officio capacity on RPENM Committees.

- B. Vice-President. Serves as President in the absence of the President. Acts as Liaison between the Board & Chapters.
- C. Secretary. Records and reports the minutes of all Board Meetings and the Annual Meeting and distributes the draft minutes of such meeting to the Board of Directors within thirty {30} working days of the meetings.
- D. Treasurer. The Treasurer shall keep a complete record of all fees and revenues received and of all disbursements made and shall make periodic reports to the Board of Directors and to the membership at the annual meetings of all moneys received, all disbursements made, and the purpose thereof.

Bylaw 13 DUTIES - BOARD OF DIRECTORS

- A. Employ an Executive Director to serve as the administrative officer and business manager; maintain official files and records; edit and publish the Newsletter; issue membership cards and notices for renewals; and perform such other duties as agreed to and approved by the Board of Directors.
- B. Employ legal counsel or other professional help as necessary.
- C. Perform other duties as elsewhere provided herein and by law and otherwise manage the affairs of the Corporation. It shall be responsible to set policy in all matters and enforce such policy.
- o. Cause all Board members and employees to be covered by errors and omission insurance as deemed appropriate.
- E. Executive Committee, comprised of officers as defined in Article IV Section 1, of the Articles of Incorporation, shall have and exercise all of the powers of the Board of Directors in the management of the business affairs of said Corporation in emergencies when the Board of Directors is not in session.
- F. No member of the Board of Directors shall accept any fee for service given to Retired Public Employees of New Mexico except for reimbursement of expenses. An exemption may be approved by the majority vote of the board of directors.

Bylaw 14 COMMITTEES

All committees are appointed by the President, as needed. Committees should have a minimum of 3 members in good standing and will be chaired by an RPENM member.

Legislative. The committee shall propose, monitor and report legislative action affecting RPENM.

Budget/Finance. The committee, with the treasurer acting as chair, prepares a budget for approval by the Board at the Fall Meeting.

Audit. The committee will review all assets and liabilities and make recommendations regarding investments and the overall financial health of the corporation.

Membership. The committee shall promote membership in the organization through various avenues.

Bylaws, Rules, and Procedures. The committee shall propose updates and changes to the corporations Bylaws, Rules, and Procedures to the board of directors. Ensure that there are no conflicts between the procedures and Bylaws and that our Bylaws and procedures fully comply with our mission statement.

Revenue. Takes responsibility for identifying and implementing ideas for increasing the income of RPENM, and the benefits for RPENM membership.

The President may appoint other committees as needed

Bylaw 15 NEWSLETTER [INFORMING THE GENERAL MEMBERSHIP]

An official Newsletter shall be prepared by the Executive Director (with prior approval of the President} at least three times a year.

Bylaw 16 ORDER OF BUSINESS

All business shall be conducted in compliance with current editions of The Standard Code of Parliamentary Procedure.

Bylaw 17 CHAPTERS

- A. Local Chapters of RPENM may be organized in cities and counties in New Mexico for the benefit of the Association. A minimum of twelve (12} members will be required to form and remain a chapter in good standing.
- B. Chapter Bylaws shall not conflict with the Articles of Incorporation or Bylaws of RPENM.
- C. Chapters shall comply with RPENM Chapter guidelines and directives of the board of directors of RPENM. Failure to comply with RPENM guidelines and directives of the board of directors of RPENM shall result in the termination of the Chapter as described in paragraph I below.
- D. Chapters shall notify in writing to the President and Executive Director within thirty (30) days of their election, any changes thereon.
- E. Chapters shall not conduct business in a manner that would jeopardize the non- profit status of the corporation or engage in conduct materially and/or seriously prejudicial to the corporation's purposes and interests as determined by the RPENM Board of Directors. All chapter members will comply with the RPENM Bylaws, Procedures and Rules of Conduct during the course of a meeting.
- F. Chapters may draw upon RPENM members in good standing residing within the boundaries of the area they intend to serve. RPENM members may choose to join any other chapter regardless of location but may not be a voting member in more than one chapter.

- G. A Chapter may dismiss a member from the chapter's membership (not from RPENM's membership) for conduct detrimental to RPENM. This action may be appealed by the affected member to the RPENM Board of Directors only.
- H. A chapter may petition RPENM to terminate the individual's membership in RPENM.
- I. Termination of a Chapter under these bylaws will be based on the good faith determination by the Board of Directors that the Chapter has failed to observe the rules of conduct of the corporation, or has engaged in conduct materially and seriously prejudicial to the corporation's purposes and interests. If grounds appear to exist for terminating a chapter under Bylaw 17.1 above, the following procedure shall be followed:
 - 1. The Board shall give the Chapter at least 15 calendar days prior notice of the proposed termination and the reasons for the proposed termination. Notice given by mail shall be sent by registered mail to the Chapter President's last address as shown on the corporation's records.
 - 2. The Chapter shall be given an opportunity to be heard, either orally or in writing, at least five calendar days before the effective date of the proposed termination. The hearing shall be held, or the written statement considered, by the Board to determine whether the termination should occur.
 - 3. The Board shall decide whether the Chapter should be terminated by a majority vote of the Board. Upon termination the Chapter's funds and documents must be transferred to RPENM.
 - 4. Any action challenging the termination of a Chapter including a claim alleging defective notice must be commenced, in writing, within thirty (30) calendar days of the date of termination.
- s. The decision of the Board of Directors regarding the termination of a Chapter is final.

Bylaw 18 AMENDMENTS

These Bylaws may be amended at any regular or special meetings of the Board of Directors, physically or electronically, by a majority vote of the Board

Members present and voting. The President of the Board or his/her designee shall update the Articles of Incorporation to reflect any amendments to the Bylaws within 30 days of the amendments.

These Bylaws shall supersede all other Amended Bylaws of this Association.