

CONSTITUTION OF THE NEW MEXICO RIPARIAN COUNCIL

ARTICLE I

NAME

The name of this organization will be the NEW MEXICO RIPARIAN COUNCIL, and shall be referred to as the Council in this document.

ARTICLE II

PURPOSES AND OBJECTIVES

Section 1. Purpose. Within the framework of an entity organized exclusively for charitable, educational, and scientific purposes, including the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law) the Council exists to provide for the exchange and transmittal of information on the status, enhancement, and management of riparian systems in New Mexico. For the purpose of the Council the term "riparian" is defined as "Ecosystems comprised of land, animals, humans and plants associated with and including bodies of water such as str~ams, lakes and wetlands, or dependent on the water table or its capillary fringe." The riparian systems of concern are those located in New Mexico but may include others flowing into or out. of adjacent states and the Republic of Mexico.

Section 2. Objective. To stimulate and support studies in all phases of ecology, management, enhancement, and related values of riparian systems and their contributing watersheds.

Section 3. Objective. To provide a clearinghouse of information among agencies, organizations, and individuals engaged in work on or expressing an interest in riparian systems through appointment of work committees, prepar'ation of bibliographies and abstracts, and related methods.

Section 4. Objective. To function in an advisory capacity on questions involving management, conservation, and enhancement of riparian systems, and to promote such measures as shall tend to ensure the continued survival and maintenance of healthy riparian systems.

Section 5. Objective. To establish programs to increase public awareness of the importance, proper management, and enhancement of riparian systems.

Section 6. Objective. To sponsor symposia, workshops, and related meetings to present information relating to the enhancement of riparian systems, to commend outstanding action by those supporting the objectives of the Council and to publish or publicize the appropriate results.

### ARTICLE III

#### MEMBERSHIP AND DUES

Section 1. Membership. Any person or organization interested in or engaged in activities related to the stated objectives of the Council shall be eligible for membership upon application. Membership categories shall include individual and organizational memberships. Both types of memberships shall have voting privileges. An organization shall have only one designated vote.

Section 2. Dues. Annual dues shall be an amount as set by the Executive Board and payable on a calendar year basis.

### ARTICLE IV

#### OFFICERS

The officers shall be a President, President Elect, Secretary, and a Treasurer, whose duties are described in the Bylaws.

### ARTICLE V

#### EXECUTIVE BOARD

The Executive Board shall consist of the officers, the immediate past president, and two other at-large members and shall be presided over by the President.

### ARTICLE VI

#### MEETINGS

Annual Meeting. An annual meeting shall be held. Other meetings may be held at the call of the Executive Board.

## ARTICLE VII

## MANAGEMENT

The Council shall be governed by the Executive Board.

## ARTICLE VIII

## TAX EXEMPT STATUS

The affairs of the Council shall at all times be managed in such a way as to preserve and safeguard its tax-exempt status. Specifically, no part of the net earnings of the Council shall inure to the benefit of, or be distributable to, its members, officers, or other private persons, except that the Council shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes and objectives set forth in Article I hereof. No substantial part of the activities of the Council shall be the carrying on of propaganda, or otherwise attempting to influence legislation. The Council shall not participate in, or intervene in (including the publishing or distribution of statements), any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of these articles, the Council shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes and objectives of the Council.

## ARTICLE IX

## DISSOLUTION

Section 1. Dissolution Defined. The Council shall be deemed dissolved after a two-thirds vote favoring dissolution by the attending membership at any annual meeting and upon the cessation of all administrative functions, provided, however, that in no event shall said administrative functions continue for a period in excess of six months from the date of the dissolution vote.

Section 2. Obligations upon Dissolution. The Dissolution Committee shall, upon the dissolution of the Council, and after paying or making provision for the payment of all of the liabilities of the Council, dispose of all the assets of the Council in such a manner, or to such an organization or organizations organized and operated exclusively for charitable, educational, or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision

of any future United states Internal Revenue Law), as the Dissolution Committee shall determine. Any such assets not so disposed of shall be disposed of by the appropriate Court of the county in which the principal office of the Council is located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

#### ARTICLE X

##### AMENDMENTS TO THE CONSTITUTION AND BY-LAWS

The Constitution and bylaws may be amended at any annual business meeting of the Council by a majority vote of the members present. These changes must be submitted to the membership at least ninety days prior to the annual meeting.