

**ARTICLES OF INCORPORATION
FOR
THREE RIVERS EDUCATION FOUNDATION, INC.
A NON-PROFIT CORPORATION**

PREAMBLE:

To more effectively carry out the purposes of supporting public, private, charter and Bureau of Indian Education schools in New Mexico, the undersigned do hereby ordain and establish a non-profit corporation under the Non-Profit Corporation Act of New Mexico. (51-14-43, 51-14,128) NMSA, Section 501 (C) (3) of the Internal Revenue Code (26 USCA 501).

**ARTICLE I
NAME**

The name of this corporation shall be Three Rivers Education Foundation (TREF) Incorporated, “The *Educator Support Center*”.

**ARTICLE II
LOCATION**

The location of the registered and principal office of the corporation in the state of New Mexico shall be 501 Airport Drive Suite 209, Farmington, NM 87401, and such other places as may be approved by its Board of Directors.

**ARTICLE III
REGISTERED AGENT**

The registered agent of the corporation upon whom process of corporation may be served is: Dr. Linda J. Coy, 501 Airport Drive Suite 209, Farmington, NM 87401.

**ARTICLE IV
PURPOSES**

The purposes for which it is formed are as follows:

A. To promote the advancement of education through public, private, charter and Bureau of Indian Education schools, and other educational institutions of New Mexico through the philosophy that:

All children can learn and should have a well-prepared educator,
All students will achieve more with a highly qualified and effective educator trained in current best practices,
All new educators can benefit from improved educator preparation, support and mentoring,
All educators need continual professional development to attain master educator status,
Educational progress requires continuous review of education preparation curricula,
Effective changes result from continuous review and will be research based and data-driven; and,
collaborative relationships between K-12 and higher education will maximize educator and student performance.

B. To develop an independent research and development organization focused on the challenges educators in New Mexico face in providing a quality education for all our children. To promote means and opportunities for the organization to support education and community projects to further educator and student development thereof.

To secure foundational and governmental monies for said purposes, and to administer the contribution, expenditures and disbursement of same for such purposes.

To assist public, private, charter, Bureau of Indian Education schools and post-secondary institutions within New Mexico, Arizona, Utah and Colorado in promoting and developing outstanding education support systems, and any other activities not directly prohibited by these Articles of Incorporation or By-Laws.

By receiving by gift, will, or otherwise, money or other property and by holding the same in trust, or otherwise, and distributing it as may be deemed best for said purposes;
To have the power to purchase, acquire, hold, convey, lease, mortgage, or dispose of property, real or personal, tangible, to borrow money and issue or sell or pledge bonds, promissory notes, bills of exchange, debentures, and other obligations and evidences of indebtedness, payable at a specified time or times or payable upon the happening of a specific event or events whether secured by mortgage, pledge, or otherwise, or unsecured;
To do any and all things necessary or proper in connection with or incidental to the forgoing purposes.

C. The Corporation shall not, during its entire existence, adopt or pursue any policy, resolution, plan, or provision, which provides for discrimination against any person on the basis of race, color, or religion.

D. This corporation has no power to carry on propaganda, attempt to influence legislation, or take part in a political campaign.

E. This Corporation shall exercise all powers provided under the Non-Profit Corporation Act of New Mexico.

ARTICLE V

The period during which the Corporation is to continue is perpetual.

ARTICLE VI

This organization shall maintain a close working relationship with the New Mexico Public Education Department (NMPED), Bureau of Indian Affairs Office of Indian Education Programs and with the educational institutions of the State through direct communication, consultation, and collaboration with these entities.

ARTICLE VII NON-PROFIT STATUS

This Corporation shall not have or issue shares of stock. No dividends shall be paid, and no part of income, profit, or assets of the Corporation shall be distributed to its members, directors, or officers. The Corporation may pay compensation in a reasonable amount to its members, directors, officers or

others for services rendered and may confer benefits on its members in conformity with stated purposes. In the event of dissolution or final liquidation of the Corporation, distribution of the assets may be made after all obligations and indebtedness have been satisfied to an organization(s) that qualifies under Section 501 (C) (3) of the United States Internal Revenue Code of 1954 or corresponding provision of any future United States Internal Revenue Law.

ARTICE VIII MEMBERSHIP

The forms and classes of membership shall be as follows: Active Membership, Active Research Membership, Honorary Membership and Student Membership. The dues to be paid by each class of members shall be set by the Board of Directors.

ARTICLE IX DIRECTORS AND OFFICERS

A. The Affairs of this Corporation shall be managed by a Board of Directors which shall be composed as follows: The President, Vice-President, the Secretary, the Treasurer and the Executive Director.

B. The officers of this Organization shall be a President, Vice-President and the Executive Director.

C. All officers of the Corporation shall be residents of and reside in New Mexico for the term of their office.

The names and addresses of the initial board of directors are as follows:

President – Dr. Carol Cloer
337 Rd. 5500 Bloomfield, NM 87413

Vice-President Representing BIE Schools – John Tohtsoni, Navajo Preparatory School
1220 W. Apache Farmington, NM 87401

Executive Secretary – Krista Burgess – Bloomfield Schools
609 Boone Circle Aztec, NM 87410

Executive Treasurer – Hart Pierce – Jemez Mountain Schools
30 Rd. 2392 Aztec, NM 87410

Executive Director – Dr. Linda J. Coy – Educator Support Center
824 CR 3000 Aztec, NM 87410

**ARTICLE X
ASSIGNED STAFF TO SERVE GEOGRAPHICAL AREAS**

A. Professional staff will be assigned to provide service on a regional basis aligned with school board districts and post-secondary institution locations.

B. Each professional staff member shall function to promote the objectives of the Three Rivers Education Foundation through research, development and implementation of professional development for educators.

**ARTICLE XI
COMMITTEES**

A. Committees will be formed based on need and will be appointed by the Board of Directors.

**ARTICLE XII
ANNUAL MEETINGS**

A. Board of Directors Meetings: There shall be at least two meetings of the TREF Board of Directors annually. The first shall be held between the dates of July 1 and October 1; the second, between January 1 and March 1. Special meetings may be called at the discretion of the TREF President and consent of the majority of the Board of Directors. Emergency meetings may be called by the President upon a three (3) day written notice to the members of the Board of Directors.

**ARTICLE XIII
RULES OF ORDER**

Roberts Rules of Order, Revised, shall govern all business meetings of the New Mexico Music Educators Association.

**ARTICLE XIV
AMENDMENTS, ARTICLES OF INCORPORATION**

Section I: These Articles of Incorporation may be amended by a two-thirds (2/3) majority vote of the members present at any regular meeting of the Corporation, provided the proposed amendment(s) has (have) been previously presented to and approved by a majority of the TREF Board of Directors at a regular or special meeting of the board.

Section II: These Articles of Incorporation may be altered, amended or repealed by referendum vote conducted in the following manner: The proposed amendment or alteration having been approved by a majority of the TREF Board of Directors at a regular or special meeting, may be submitted by mail to the PAID MEMBERS OF TREF by the TREF Executive Director as directed by the TREF Board of Directors. If such amendment(s) be approved by not less than two-thirds (2/3) majority of the members returning a ballot marked for the amendment(s) on or before the time limit which shall be not less than fifteen days (15) after the date of postmark of the ballots to the members, the amendment(s) shall be considered adopted.

Section III: Any conflict between the provisions contained in the Articles Of Incorporation or with the By-Laws of the Corporation with the New Mexico Non-Profit Act of New Mexico, as now

enacted, or which the New Mexico Legislature, may later enact, will in all respects be deemed controlling.

**ARTICLE XV
ORGANIZATIONAL MEETING**

The first meeting of the Board of Directors named in these Articles of Incorporation shall be deemed an organization meeting and shall be held in the City of Farmington, New Mexico, at a place designated by the President on January 11, 2008, beginning at 9 o'clock in the morning. This meeting shall be for the purpose of organization and adoption of By-Laws, and the conduct of such other business that may properly come before such meeting.

WITNESS OUR HAND AND SEAL THIS ELEVENTH DAY OF JANUARY 2008.

The name and address of each incorporator is:

NAME	ADDRESS
Dr. Linda J. Coy	Educator Support Center 501 Airport Dr. Suite 209 Farmington, NM 87401
Hart Pierce	Educator Support Center Transition Liaison 501 Airport Dr. Suite 209 Farmington, NM 87401

Dated: January 11, 2008

Signature of Incorporator(s)

**STATEMENT OF ACCEPTANCE OF APPOINTMENT
BY DESIGNATED INITIAL REGISTERED AGENT**

I, Dr. Linda J. Coy, Director of the Educator Support Center Farmington, NM 87401, hereby acknowledge the acceptance of appointment as Initial Registered Agent of

Three Rivers Education Foundation, the corporation that is named in the annexed Articles of Incorporation.

Linda J. Coy

Form D-STMNT
(revised 7/03)