



# AMERICAN COLLEGE OF NURSE-MIDWIVES

## ARTICLES OF INCORPORATION

ADOPTED IN 1955

Includes Articles as Amended Through May 1997

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## ***Articles of Incorporation***

(As Amended)

### **ARTICLE I**

That the name of said corporation shall be American College of Nurse-Midwives.

### **ARTICLE II**

That the objectives of said corporation shall be:

1. To study, develop and evaluate standards for midwifery care of women and infants as provided by certified nurse-midwives (CNMs) and certified midwives (CMs);
2. To study, develop and evaluate standards for nurse-midwifery and midwifery education;
3. To support and assist in the development of nurse-midwifery and midwifery services/practices;
4. To evaluate and accredit nurse-midwifery and midwifery education programs;
5. To determine the eligibility of individuals to practice as certified nurse-midwives and certified midwives;
6. To facilitate and coordinate the efforts of certified nurse-midwives and certified midwives who in the public interest provide quality services to individuals and childbearing families;
7. To establish channels for communication and cooperation with other professional and nonprofessional groups who in the public interest share the objectives of ensuring sufficient quality services to individuals and childbearing families;
8. To establish channels for interpretation of midwifery as practiced by CNMs and CMs to allied professional and non-professional groups on a regional, national and international basis;
9. To promote research and the development of literature in the field of midwifery as practiced by CNMs and CMs;
10. To speak for all members of the College in relation to issues affecting the professional affairs of certified nurse-midwives and certified midwives;
11. To provide professional services to members of the College.
12. To promote the College as a leader and major resource in the development and promotion of high quality health care for women and infants, nationally and internationally.

### **ARTICLE III**

In order to accomplish the aforesaid objectives, the corporation shall have the following power, to wit:

1. To sue and be sued;
2. To have and use a corporate seal;
3. To take such real and personal property as is necessary or proper to the furtherance of its objectives, not in excess of the amount limited by law, by purchase, gift, devise or bequest and to use and occupy the same;
4. To make and alter bylaws not inconsistent with its articles of incorporation or with the laws of New Mexico for the administration and regulation of the affairs of the corporation;

5. To change its name and to amend its certificate of incorporation to provide for any matter that could have been included in the original certificate of incorporation;
6. To sell, exchange, transfer, convey, lease, mortgage or otherwise encumber or dispose of any or all of the property of the corporation;
7. To borrow money and issue notes and execute mortgages or deeds of trust to secure the same;
8. To acquire by purchase or otherwise, from any person or corporation, any existing educational or other institution within the scope of its powers as specified in its articles of incorporation, with all of the property assets and appurtenances of every nature and description of such institution, and to assume any and all indebtedness and obligations on such institutions;
9. To receive, hold and administer trust funds and endowments for the uses and purposes of said corporation; and
10. To have and to exercise, generally, all powers and authority of every kind and character, not hereinabove enumerated, the having and exercising of which may now, or hereafter, be permitted by law.

#### **ARTICLE IV**

The location of the registered office of the corporation shall be 141 East Palace Avenue, Santa Fe, New Mexico 87501, and the Agent in charge thereof upon whom process against the corporation may be served shall be Gene Gallegos, Esq., of the Gallegos Law Firm.

#### **ARTICLE V**

The bylaws of this corporation shall be adopted by the Board of Directors and may thereafter be amended or repealed by any means provided in the bylaws.

#### **ARTICLE VI**

The general management of this corporation shall be vested in a Board of Directors which shall consist of not less than three members. The mode of selection and terms of office shall be provided in the bylaws.

#### **ARTICLE VII**

The term of existence of the corporation shall be perpetual.

#### **ARTICLE VIII**

The corporation shall not, at any time, issue capital stock.

#### **ARTICLE IX**

No profit from any of the activities of the corporation nor any dues or assessments received from membership therein, shall be used or paid out for any purpose other than in carrying out or helping to carry out the aforesaid objectives of the corporation.