

**Articles of Incorporation**  
**Of**  
**Farmington Amateur Baseball Congress**  
Created May 16<sup>th</sup>, 1972  
Amended 2004 added dissolution clause  
Amended & Approved by Membership 1/11/2022  
Amended & Approved by board of directors 3/19/2025

**Article I**  
***Name***

The name of the corporation is Farmington Amateur Baseball Congress. The business of the corporation may be conducted as FABC.

**Article II**  
***Principal Place of Business***

The principal place of business of the corporation shall be in Farmington New Mexico and its designated agent as outlined in Article III.

**Article III**  
***Agent***

The name and street address of the agent for service of process shall be Northwest Registered Agent, INC. 530-B Harkle Road, STE 100, Santa Fe, NM, 87505.

**Article IV**  
***Purpose***

Farmington Amateur Baseball Congress is a nonprofit corporation and shall be operated exclusively for educational and charitable purposes within the meaning of Section 501 (c) (3) of the Internal Revenue Code of 1986, or the corresponding section of any future Federal Tax Code. The corporation shall promote and govern the game of baseball, provide character development, behavior guidance, and other recreational outlets for the youth of the community as well as aid and train those who supervise such activities and events. This corporation shall offer its baseball program without restrictions to race, creed or ability. Farmington Amateur Baseball Congress is designated as a public benefit corporation.

**Article VI**  
***Nonprofit Status and Exempt Activities Limitations***

***Nonprofit legal status***

Farmington Amateur Baseball Congress is a New Mexico nonprofit corporation, recognized as tax exempt under Section 501 (c) (3) of the United States Internal Revenue Code.

### ***Exempt Activities Limitation***

- Notwithstanding any other provisions of these Articles, no director, board member, officer, employee, or representative of this corporation shall take any action or carry on any activity by or on behalf of the corporation not permitted to be taken or carried on by an organization exempt under Section 501 (c) (3) of the Internal Revenue Code as it now exists or may be amended, or by any organization contributions to which are deductible under Section 170 (c) (2) of such Code and Regulations as it now exists or may be amended.
- No part of the net earnings of the corporation shall inure to the benefit or be distributable to any director, board member, officer, member, or other private person, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in these Articles of Incorporation and Bylaws.
- No substantial part of the activities shall be used for carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation 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.

### ***Prohibited Activities***

Notwithstanding any other provision of these Articles, the corporation shall not carry on any activities not permitted to be carried on (I) by a corporation exempt from federal income tax as an organization described by Section 501 (c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (II) by a corporation, contributions to which are deductible under Section 170 (c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

### ***Distribution Upon Dissolution***

- Upon termination or dissolution of the Farmington Amateur Baseball Congress, any assets, and resources lawfully available for distribution shall be distributed to one or more qualifying organizations described in Section 501 (c) (3) of the 1986 Internal Revenue Code which organization or organizations have a charitable purpose which, at least generally, includes a purpose similar to this organization.
- The organization that is to receive the assets of this organization hereunder shall be selected at the discretion of a majority of the managing body of the corporation, and if its members cannot so agree, then the recipient organization shall be selected pursuant to a verified petition in equity filed in a court of proper jurisdiction against Farmington Amateur Baseball Congress, by one or more of its managing body which verified petition shall contain such statements as reasonably indicate the applicability of this section. The court upon finding that this section is applicable shall select the qualifying organization or organizations to receive the assets and resources to be distributed, giving preference if practicable to organizations located within the State of New Mexico.
- In the event that the court shall find that this section is applicable but that there is no qualifying organization known to it which has a charitable purpose similar to this organization then the courts shall direct the distribution of its assets lawfully available for distribution to the Treasurer of the State of New Mexico to be added to the general fund.

### ***Personal Liability***

No officer or director of this corporation shall be personally liable for the debts or obligations of Farmington Amateur Baseball Congress of any nature whatsoever, nor shall any of the property or assets of the officers or directors be subject to the payment of the debts or obligations of this corporation.

### **Article VII *Incorporation***

The name and address of the corporation shall be:

Farmington Amateur Baseball Congress

PO Box 1121

Farmington, NM 87499

### **Article VIII *Duration***

The period of duration of the corporation is perpetual

Dated the 11<sup>th</sup> day of January, 2022

### **Article IX *Governance and Directors***

Farmington Amateur Baseball Congress shall be governed by its board of directors. The initial directors of the 1972 board are:

T. L. Smith, Farmington, New Mexico  
Ernest Meyers, Farmington, New Mexico  
Paye Hoggatt, Farmington, New Mexico  
Maxine Dean, Farmington, New Mexico  
Robert Stiles, Farmington, New Mexico  
Robert Goss, Farmington, New Mexico  
Carl Ogden, Farmington, New Mexico  
Jerry Sanders, Farmington, New Mexico  
Wayne Still, Farmington, New Mexico  
Gary Roberts, Farmington, New Mexico  
Joyce Rein, Farmington, New Mexico

The Board of directors shall consist of the President, Treasurer, Secretary, Umpire in Chief, Vice Presidents of the following divisions 18U, 16U, 14U, 12U, 10U, 8U, 7U and 6U.

#### **Article X**

##### ***Membership and Voting Membership***

The membership of Farmington Amateur Baseball Congress shall be composed of the following persons, all of whom shall be residents of San Juan County, or upon board approval reside within 70-mile radius of San Juan County, or who have a family member that currently reside within San Juan County or the 70-mile radius, i.e. mother, father, grandparent, brother, sister, aunt, uncle or a court ordered permanent guardian. The following are considered voting members of the membership:

- Current league participants
- Board members are automatically voting members of the organization
- Team Manager or Coach, entitled to one vote per team
- Parent representative, entitled to one vote per family

#### **Article XI**

##### ***Amendments***

Any amendments to the Articles of Incorporation may be adopted by approval of two-thirds (2/3) of the board of directors.

**Execution**

We, the undersigned, for the purpose of amending these articles of corporation under the New Mexico Business Corporation Act (53-11-1 to 53-18-12, NMSA 1978), do make, file and record this document, and do certify that the facts stated in this document are true, and were approved by the voting membership and board of directors on this \_\_\_27th\_\_\_ day of \_\_January\_\_\_\_\_, 2022.

By:

\_\_\_\_\_  
Philana Thompson  
President, Farmington Amateur Baseball Congress

\_\_\_\_\_  
Jonell Lucero  
Treasurer, Farmington Amateur Baseball Congress

\_\_\_\_\_  
Sirena Archuleta  
Secretary, Farmington Amateur Baseball Congress

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Albert Boognl  
Umpire in Chief, Farmington Amateur Baseball Congress

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Terry Maness  
VP Connie Mack, Farmington Amateur Baseball Congress

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Isaac Johnson  
VP Mickey Mantle & Sandy Koufax, Farmington Amateur Baseball Congress

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Dustin Porch  
VP Pee Wee Reese, Farmington Amateur Baseball Congress

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Kyle Santangelo  
VP Willie Mays, Farmington Amateur Baseball Congress

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Steve Meador  
VP Roberto Clemente, Farmington Amateur Baseball Congress

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Cara Alvaro  
CO VP Rod Carew, Farmington Amateur Baseball Congress

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Autumn Santangelo  
Co VP Rod Carew, Farmington Amateur Baseball Congress