



Credit Union Department

Filing Instructions:

Mail or email this completed application form to:

Credit Union Department

914 East Anderson Lane

Austin, Texas 78752

Email: [isabel.velasquez@cud.texas.gov](mailto:isabel.velasquez@ cud.texas.gov)

CERTIFICATE OF MERGER

The undersigned Chairpersons and Secretaries of _____

Credit Union and _____ Federal Credit Union, respectively, do hereby certify the following matters to be true and correct:

On the _____ day of _____, 20 _____, the Board of Directors of _____

_____ Credit Union met in _____, Texas, and there voted to enter into

a plan of merger with _____ Federal Credit Union under the terms of which

_____ Federal Credit Union would be merged into _____

Credit Union. The vote was _____ directors in favor of the merger and _____ directors against the merger.

_____ Credit Union is the surviving corporation.

A copy of the resolution by which the plan of merger was approved is attached hereto.

_____ Credit Union _____ Federal Credit Union

By _____
Chairman

By _____
Chairman

Secretary

Secretary

Approved this _____ day of _____, 20 _____

Credit Union Commissioner



Credit Union Department

PLAN OF MERGER

_____ Credit Union, whose address is _____

_____ and _____ Federal Credit Union whose

address is _____ propose to merge in accordance with Texas Finance Code, Title 3, Subtitle D, Chapter 122, Subchapter D, Sections 122.151 – 155 on the following terms and conditions:

1. The name of the surviving credit union is: _____.
2. The effective date of the merger is the date that the records of the credit unions are combined, after receiving final approval by the Credit Union Commissioner.
3. The Articles of Incorporation of the surviving credit union will remain in effect unchanged.
4. Upon the effective date of the merger, all property, property rights, and interests of the merged credit union vest in the surviving credit union without deed, endorsement, or other instrument of transfer, and all debts, obligations, and liabilities of the merged credit union will be assumed by the surviving credit union under whose charter the merger is affected.
5. Additional items to this plan are included as an addendum.
6. The signatures affixed hereto constitute a majority of the board of directors of each credit union.

7. The board of directors hereby request the Credit Union Commissioner to waive the requirement that the Plan of Merger be approved by the members of the state-chartered credit union.

_____ Credit Union _____	_____ Federal Credit Union _____
1. _____	1. _____
2. _____	2. _____
3. _____	3. _____
4. _____	4. _____
5. _____	5. _____
6. _____	6. _____
7. _____	7. _____



Credit Union Department

MERGER RESOLUTION

BE IT RESOLVED that the Board of Directors of _____

Federal Credit Union hereby approves its merger with _____

Credit Union under the terms of which _____ Credit Union will be the surviving corporation; and

BE IT FURTHER RESOLVED that the effective date of the merger is the date that the records of the credit unions are combined, after receiving final approval by the Credit Union Commissioner; and

BE IT FURTHER RESOLVED that upon the effective date of the merger, all property, property rights, and interests of the merged credit union shall vest in the surviving credit union without deed, endorsement, or other instrument of transfer, and all debts, obligations, and liabilities of the merged credit union will be assumed by the surviving credit union under whose charter the merger is effected; and

BE IT FURTHER RESOLVED that the Articles of Incorporation of the surviving credit union will remain in effect unchanged.

BE IT FURTHER RESOLVED that the board of directors of _____

Credit Union will request that the Credit Union Commissioner waive the requirement that the Plan of Merger be approved by the members.

CERTIFICATION

We, the undersigned Chairperson and Secretary of _____

Federal Credit Union, hereby certify to the Texas Credit Union Department that the foregoing is a full, true, and correct copy of a resolution adopted by the Board of Directors of the credit union at a meeting duly called in accordance with the bylaws of the credit union on _____ ,
20 ____ ; at which a quorum was present and voted and that said resolution is duly recorded in the minutes of said meeting and has not been modified, amended, rescinded or repealed and is still in force and effect.

Chairperson

Date

Secretary

Date



Credit Union Department

MERGER RESOLUTION

BE IT RESOLVED that the Board of Directors of _____

Credit Union hereby approves its merger with _____ Federal

Credit Union under the terms of which _____ Credit

Union will be the surviving corporation; and

BE IT FURTHER RESOLVED that the effective date of the merger is the date that the records of the credit unions are combined, after receiving final approval by the Credit Union; and

BE IT FURTHER RESOLVED that upon the effective date of the merger, all property, property rights, and interests of the merged credit union shall vest in the surviving credit union without deed, endorsement, or other instrument of transfer, and all debts, obligations, and liabilities of the merged credit union will be assumed by the surviving credit union under whose charter the merger is effected; and

BE IT FURTHER RESOLVED that the Articles of Incorporation of the surviving credit union will remain in effect unchanged; and

BE IT FURTHER RESOLVED that the board directors of _____ Credit Union will request that the Credit Union Commissioner waive the requirement that the Plan of Merger be approved by the members.

CERTIFICATION

We, the undersigned Chairperson and Secretary _____ Credit Union, hereby certify to the Texas Credit Union Department that the foregoing is a full, true, and correct copy of a resolution adopted by the Board of Directors of the credit union at a meeting duly called and in accordance with the bylaws of the credit union on _____, 20 ____; at which a quorum was present and voted and that said resolution is duly recorded in the minutes of said meeting and has not been modified, amended, rescinded or repealed and is still in force and effect.

Chairperson

Date

Secretary

Date