



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 _____ Federal Credit Union met at _____, in _____, Texas and there voted to enter into a plan of merger with _____ Credit Union under the terms of which _____ Credit Union would be merged into _____ Federal Credit Union. The vote was _____ directors in favor of the merger and _____ directors against the merger.

On the _____ day of _____, 20____, the Board of Directors of _____ Federal Credit Union met at _____, in _____, Texas and there voted to enter into a plan of merger with _____ Credit Union under the terms of which _____ Credit Union would be merged into _____ Federal Credit Union. The vote was _____ directors in favor of the merger and _____ directors against the merger.

_____ Federal 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 CU

by _____
Chairman

by _____
Chairman

Secretary

Secretary

STATE OF _____ §

COUNTY OF _____ §

This instrument was acknowledged before me on _____, 20 ____ by

_____ as Chairman and _____ as Secretary of

_____ Credit Union.

STATE OF _____ §

COUNTY OF _____ §

This instrument was acknowledged before me on _____, 20 ____ by

_____ as Chairman and _____ as Secretary of

_____ Federal Credit Union.

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

_____ Credit Union.

_____ Credit Union

_____ Federal CU

1. _____
2. _____
3. _____
4. _____
5. _____
6. _____
7. _____

1. _____
2. _____
3. _____
4. _____
5. _____
6. _____
7. _____



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 _____ Federal 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 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 Board Presiding Officer and Secretary of the _____ 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 said credit union at a meeting duly called and held in accordance with the bylaws of said credit union on _____, 20 ____; at which quorum was present and voted and resolution is duly recorded in the minutes of the meeting and has not been modified, amended, rescinded or repealed and is still in full force and effect.

Board Presiding Officer

Date

Secretary

Date