



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 _____ 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 _____ Credit Union under the terms of which _____ Credit Union would be merged into _____ Credit Union. The vote was _____ directors in favor of the merger and _____ directors against the merger.

The members of _____ Credit Union approved the Plan of Merger at a meeting called for that purpose on _____, 20____. The meeting took place at _____ in _____, Texas. The vote was _____ members in favor of the plan of merger and _____ members against the merger.

_____ Credit Union is the surviving corporation.



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PLAN OF MERGER

_____ Credit Union, whose address is _____

and _____ 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: _____.
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 Plan of Merger was approved by the members of _____ Credit Union.

7. The signatures affixed hereto constitute a majority of the board of directors of each credit union.

_____ Credit Union

_____ 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 _____ 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 unchanged; and

BE IT FURTHER RESOLVED that the plan of merger be submitted to the members of the _____ Credit Union at a meeting called for that purpose in accordance with the Texas Finance Code, Title 3, Subtitle D, Chapter 122, Subchapter D, Section 122.152.

CERTIFICATION

We, the undersigned Chairperson and Secretary of _____ 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 the 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



Credit Union Department

MERGER RESOLUTION

BE IT RESOLVED that the Board of Directors of _____ 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 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 unchanged; and

BE IT FURTHER RESOLVED that the plan of merger be submitted to the members of the _____ Credit Union at a meeting called for that purpose in accordance with the Texas Finance Code, Title 3, Subtitle D, Chapter 122, Subchapter D, Section 122.152.

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 dully 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 has not been modified, amended, rescinded or repealed and in still in force and effect.

Chairperson

Date

Secretary

Date