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AN ACT

RELATING TO PUBLIC RECORDS; CHANGING THE REQUIREMENTS FOR
FILING AND RECORDING DUPLICATES OF INSTRUMENTS OF WRITING;
REMOVING CERTAIN USAGE OF THE COUNTY CLERK RECORDING AND
FILING FUND; CREATING ACTUAL AUTHORITY FOR SPECIFIED PERSONS
IN BUSINESS ENTITIES TO ENTER INTO REAL PROPERTY CONVEYANCES
AND ENCUMBRANCES; PROVIDING EXCEPTIONS; REPEALING A SECTION
OF THE NMSA.

BE IT ENACTED BY THE LEGISLATURE OF THE STATE OF NEW MEXICO:

SECTION 1. Section 14-8-4 NMSA 1978 (being Laws 1901,
Chapter 62, Section 18, as amended) is amended to read:

"14-8-4. ACKNOWLEDGMENT NECESSARY FOR RECORDING--
EXCEPTIONS--RECORDING OF DUPLICATES.--

A. Any original instrument of writing duly
acknowledged may be filed and recorded. Any instrument of
writing not duly acknowledged may not be filed and recorded
or considered of record, though so entered, unless otherwise
provided in this section.

B. For purposes of this section, "acknowledged"
means notarized by a person empowered to perform notarial
acts pursuant to the Notary Public Act or the Uniform Law on
Notarial Acts.

C. The following documents need not be
acknowledged but may be filed and recorded:

1 (1) court-certified copies of a court order,
2 judgment or other judicial decree;

3 (2) court-certified transcripts of any money
4 judgment obtained in a court of New Mexico or, pursuant to
5 Section 14-9-9 NMSA 1978, in the United States district court
6 for the district of New Mexico;

7 (3) land patents and land office receipts;

8 (4) notice of lis pendens filed pursuant to
9 Section 38-1-14 NMSA 1978;

10 (5) provisional orders creating improvement
11 districts pursuant to Section 4-55A-7 NMSA 1978;

12 (6) notices of levy on real estate under
13 execution or writ of attachment when filed by a peace officer
14 pursuant to Section 39-4-4 NMSA 1978;

15 (7) surveys of land that do not create a
16 division of land but only show existing tracts of record when
17 filed by a professional surveyor pursuant to Section
18 61-23-28.2 NMSA 1978;

19 (8) certified copies of foreign wills,
20 marriages or birth certificates duly authenticated; and

21 (9) instruments of writing in any manner
22 affecting lands in the state filed pursuant to Section 14-9-7
23 NMSA 1978, when these instruments have been duly executed by
24 an authorized public officer.

25 D. If an original instrument of writing is

1 unavailable but, if it were available, could be filed and
2 recorded in accordance with this section, a duplicate of that
3 instrument shall be accepted for filing and recording if
4 accompanied by an affidavit executed pursuant to this
5 subsection. The affidavit shall:

6 (1) provide the name, phone number and
7 mailing address of the affiant;

8 (2) provide information regarding the
9 execution of the instrument, consideration paid, delivery or
10 other information establishing that the original instrument,
11 if it were available, would be entitled to be recorded
12 pursuant to Subsection A of this section;

13 (3) specify the reason the duplicate is
14 filed and recorded in place of the original instrument;

15 (4) include a statement that the duplicate
16 is a true and correct copy of the original instrument; and

17 (5) be acknowledged and made under oath
18 confirming that the statements set forth in the affidavit are
19 true and correct and of the personal knowledge of the
20 affiant.

21 E. The filing of a duplicate instrument in
22 accordance with Subsection D of this section shall not incur
23 a fee in addition to the fee, if any, charged for filing an
24 original instrument. When the clerk records the instrument,
25 the grantor and grantee shall be those of the duplicate

1 instrument and the name of the affiant shall be indexed under
2 miscellaneous information.

3 F. Any filing or recording permitted or required
4 under the provisions of the Uniform Commercial Code need not
5 comply with the requirements of this section.

6 G. Instruments acknowledged on behalf of a
7 corporation need not have the corporation's seal affixed
8 thereto in order to be filed and recorded.

9 SECTION 2. Section 14-8-12.2 NMSA 1978 (being Laws
10 1985, Chapter 122, Section 2, as amended) is amended to read:

11 "14-8-12.2. COUNTY CLERK RECORDING AND FILING
12 FUND--USES.--

13 A. A "county clerk recording and filing fund" is
14 established in each county.

15 B. Expenditures from the county clerk recording
16 and filing fund shall be determined annually by the county
17 clerk and approved by the board of county commissioners.

18 C. Expenditures from the county clerk recording
19 and filing fund may be expended only:

20 (1) to rent, purchase, lease or lease-
21 purchase recording equipment and for supplies, training and
22 maintenance for such equipment;

23 (2) to rent, purchase, lease or lease-
24 purchase vehicles associated with all regular duties in the
25 county clerk's office and for supplies, training and

1 maintenance for such vehicles, provided that the county clerk
2 shall report annually to the board of county commissioners
3 the usage, mileage and necessity of any vehicle acquired
4 pursuant to this paragraph;

5 (3) for technical assistance or for training
6 associated with all regular duties of the county clerk's
7 office; or

8 (4) for staff travel associated with all
9 regular duties of the county clerk's office pursuant to the
10 Per Diem and Mileage Act."

11 SECTION 3. A new section of Chapter 47, Article 1 NMSA
12 1978 is enacted to read:

13 "ACTUAL AUTHORITY--REPRESENTATIVES OF BUSINESS
14 ENTITIES--EXCEPTION.--

15 A. Except as provided in Subsections B and D of
16 this section, the persons in the following offices or
17 positions shall each have the authority to execute
18 conveyancing instruments and contracts for the transfer or
19 encumbrance of real property owned by a business entity:

20 (1) for a cooperative association:
21 president and vice president;

22 (2) for a professional corporation:
23 president and vice president;

24 (3) for a nonprofit corporation: president
25 and vice president;

1 (4) for a business corporation: president
2 and vice president;

3 (5) for a limited liability company:
4 manager, member manager, president and vice president;

5 (6) for a general partnership: partner;

6 (7) for a limited liability partnership:
7 general partner; and

8 (8) for a limited partnership: general
9 partner.

10 B. A business entity may limit or expand the
11 authority provided for in Subsection A of this section by
12 filing with the county clerk, in the county where the real
13 property is located, a statement reflecting limitations on
14 the persons listed as having authority, requiring multiple
15 persons to exercise such authority or authorizing other
16 officers or positions to have the requisite authority to act
17 to transfer or encumber real property owned by the business
18 entity. The recorded statement shall be binding until the
19 business entity revokes or amends the recorded statement and
20 records the revocation or amendment with the county clerk.

21 C. A person may rely on the authority of the
22 persons set forth in Subsection A of this section to act on
23 behalf of a business entity, subject to limitations set forth
24 in a previously recorded statement as provided in Subsection
25 B of this section. Nothing in this section shall preclude a

1 business entity from executing a power of attorney and
2 empowering an attorney in fact to also act on its behalf
3 pursuant to the Uniform Power of Attorney Act.

4 D. An instrument or contract for the transfer or
5 encumbrance of real property by a person without the
6 authority provided in Subsection A or B of this section may
7 be relied upon as binding the business entity if the
8 instrument or contract has been recorded for a period
9 exceeding ten years. That recorded instrument or contract
10 may not be relied upon as binding, however, if:

11 (1) prior to the execution of that
12 instrument or contract, the business entity recorded another
13 document reflecting that the person who executed the
14 instrument or contract did not have the authority to bind the
15 business entity; or

16 (2) the authority of the person who executed
17 the instrument or contract has been successfully challenged
18 or is in the process of being challenged in a court having
19 jurisdiction.

20 E. As used in this section, "business entity"
21 means a:

22 (1) cooperative association created pursuant
23 to the Cooperative Association Act;

24 (2) professional corporation created
25 pursuant to the Professional Corporation Act;

1 (3) nonprofit corporation created pursuant
2 to the Nonprofit Corporation Act;

3 (4) business corporation created pursuant to
4 the Business Corporation Act;

5 (5) limited liability company created
6 pursuant to the Limited Liability Company Act;

7 (6) partnership created pursuant to the
8 Uniform Partnership Act (1994);

9 (7) limited liability partnership created
10 pursuant to the Uniform Partnership Act (1994); or

11 (8) limited partnership created pursuant to
12 the Uniform Revised Limited Partnership Act."

13 SECTION 4. REPEAL.--Section 14-8-15.1 (being Laws 2011,
14 Chapter 134, Section 22) is repealed.

15 SECTION 5. EFFECTIVE DATE.--The effective date of the
16 provisions of this act is July 1, 2019. _____

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