

ROADRUNNER FOOD BANK, INC.
RESOLUTION NO. 01-2026

WHEREAS, the Board of Directors (the “Board”), the governing body of Roadrunner Food Bank, Inc., a domestic nonprofit corporation (the “Organization”), established and existing pursuant to NMSA 1978, Sections 53-8-1 to -99 (1975, as amended through 2021), met in regular session at its Albuquerque Warehouse located at 5840 Office Blvd NE, in Albuquerque, New Mexico, and via Microsoft Teams, on Thursday, April 2, 2026 at 4:00 p.m.; and

WHEREAS, Section 2-5-1 of Albuquerque, N.M. Rev. Ordinances of Albuquerque ch. 2, art. V (“Ordinance 51-1979” or the “Ordinance”) provides that “[a]ny nonprofit organization in the city which receives funds appropriated by the city, or which has a member of its governing body an elected official, or appointed administrative official, as a representative of the city, is hereby declared to be vested with a public interest and subject to the provisions of this article[;]” and

WHEREAS, the Organization is a nonprofit organization described in Ordinance 51-1979 in that it receives funds appropriated by the City of Albuquerque (the “City”) and is therefore subject to certain provisions of such Ordinance; and

WHEREAS, the Organization’s governing body, the Board, has no member who is an elected official, or appointed administrative official, as a representative of the City, as described in Ordinance 51-1979; and

WHEREAS, the Ordinance further provides that “[a]ll meetings of a quorum of members of the governing body of an organization described in § 2-5-1 above are declared to be public meetings open to the public at all times, except as otherwise provided by law or the provisions of this article[;]” and

WHEREAS, the Ordinance requires that all meetings of a quorum of members of the governing body of an organization described in § 2-5-1, including those of the Board, “at which the discussion or adoption of any proposed resolution for formal action occurs . . . shall be held only after reasonable notice to the public[;]” and

WHEREAS, Ordinance 51-1979 further requires that the Organization “shall determine at least annually in a public meeting what notice shall be reasonable” for its meetings; and

WHEREAS, Ordinance 51-1979 declares that where the Board takes or adopts “[a]ny action or resolution involving funds appropriated by the [C]ity, [such action or resolution] is invalid unless taken or made at a meeting held in accordance with the requirements of this article[;]” and

WHEREAS, the Board acknowledges that the provisions of Ordinance 51-1979 applies to its meetings at which a quorum is present and it discusses or takes action relating to funds appropriated by the City to the Organization (“City Fund Meetings”); and

WHEREAS, Ordinance 51-1979 provides certain exceptions which exempt the Organization from complying with its requirements in certain circumstances. These exceptions include adjudicatory or personnel matters of the Organization, meetings of the Board dealing with an agenda not involving funds appropriated by the City, or where otherwise provided by law. The exception for meetings of the Board dealing with an agenda not involving funds appropriated by the City applies to the Organization because its Board has no member who is an elected official, or an appointed administrative official, as a representative of the City; and

WHEREAS, the Open Meetings Act, NMSA 1978, Sections 10-15-1 to -4 (1974, as amended through 2013) further exempts meetings of the Organization's Board dealing with an agenda not involving funds appropriated by the City, adjudicatory or personnel matters of the Organization, or any other matter ("Regular Meetings") because the Board is not a "board, commission, administrative adjudicatory body or other policymaking body of any state agency or any agency or authority of any county, municipality, district or political subdivision" as contemplated by OMA. Thus, the OMA constitutes authority exempting the Board's Regular Meetings from the requirements of the Ordinance under the Ordinance's "as otherwise provided by law" exception; and

WHEREAS, based on the exceptions to the Ordinance described in the preceding two paragraphs, the Board's Regular Meetings will not be noticed or otherwise open to the public; and

WHEREAS, the Board desires to comply with the Ordinance's applicable requirements for City Fund Meetings by establishing what notice shall be reasonable for such meetings during calendar year 2025, as required by Section 2-5-3 of Ordinance 51-1979, and to describe the manner in which it will provide notice for City Fund Meetings.

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF ROADRUNNER FOOD BANK, INC:

1. All City Fund Meetings of the Board shall be held as needed at the Organization's Albuquerque Warehouse, located at 5840 Office Blvd. NE, in Albuquerque, New Mexico, and via Microsoft Teams, or at such other date, time, and location as may be indicated in the notice for such City Fund Meeting.

2. Notice requirements for City Fund Meetings are met if notice of the date, time, place for the City Fund Meeting is posted on the Organization's website at [www.rrfb.org/]. Notice of any City Fund Meeting will be posted on the Organization's website no less than ten (10) days in advance of the meeting date. The notice for any City Fund Meeting shall include an agenda listing items of business to be discussed at the pertinent City Fund Meeting, or indicate how a copy of the agenda for the City Fund Meeting can be obtained.

3. If the agenda for any City Fund Meeting is not included in the notice for such meeting, the agenda shall be made available to the public no less than seventy-two (72) hours prior to the applicable City Fund Meeting on the Organization's website at [www.rrfb.org/].

4. In addition to the information specified above, all notices for City Fund Meetings shall include the following language: “If you are an individual with a disability who is in need of a reader, amplifier, qualified sign language interpreter, or any other form of auxiliary aid or service to attend or participate in the hearing or meeting, please contact the Organization’s President and CEO at 5840 Office Blvd. NE, Albuquerque, NM 87109 or by email at dana.yost@rrfb.org at least one week prior to the meeting or as soon as possible. Public documents, including the agenda and minutes (if maintained), can be provided in various accessible formats. Please contact the Organization’s President and CEO at 5840 Office Blvd. NE, Albuquerque, NM 87109 or by email at dana.yost@rrfb.org if a summary or other type of accessible format is needed.”

5. Members of the Board may participate in and hold City Fund Meetings by means of video conference or telephone conference as provided in, and subject to the requirements of Ordinance 51-1979, so long as any member of the public may also participate in the manner in which members of the Board are participating.

10. This Resolution shall be effective for calendar year 2026.

Passed by the Board of Directors this 2nd day of April, 2026.

ROADRUNNER FOOD BANK, INC.

Travis Suazo, Board Chair

ATTEST:

Margie McNett, Board Secretary

CERTIFICATE

I hereby certify that the above and foregoing Resolution was duly passed by the Board of Directors of Roadrunner Food Bank, Inc. at its meeting held on April 2, 2026, and that a quorum was present and that the vote was _____ () ayes and _____ () nays; _____ () members did not vote or were absent.

By: _____
Margie McNett, Board Secretary