

1 **13-409. Corporation acts through employees.**

2 A corporation can act only through its officers and employees. Any act or omission of an
3 officer or an employee of a corporation, within the scope or course of ~~[[his]-[her]]~~ employment, is
4 the act or omission of the corporation.

5 USE NOTES

6 This instruction may be used in any case where a corporation is a party or non-party^[5] and
7 the jury needs to be advised as to the manner in which a corporation may act.

8 It may be necessary, if there is an issue as to whether or not the officer or employee of a
9 corporation was acting within the scope or course of ~~[[his]-[her]]~~ employment, to give the separate
10 UJI 13-406 and ~~[13-4027]~~ 13-407 NMRA ~~[instruction]~~ instructions.

11 [As amended, effective November 1, 1991; as amended by Supreme Court Order No. S-1-RCR-
12 2025-00126, effective for all cases pending or filed on or after December 31, 2025.]

13 **Committee commentary.** — The above instruction is sufficient to present any issue with regard
14 to wrongful acts or omissions of a corporation.

15 This instruction was cited in the case of *De La O v. ~~[Bimbo's Restaurant]~~ Bimbo's Rest., Inc.*,
16 1976-NMCA-115, 89 N.M. 800, 558 P.2d 69 ~~[(Ct. App.)]~~, ~~[cert. denied]~~ cert. denied, 90 N.M. 7,
17 558 P.2d 619 (1976). In *Armijo v. Albuquerque Anesthesia Servs.*, 1984-NMCA-025, 101 N.M.
18 129, 679 P.2d 271 ~~[(Ct. App. 1984)]~~, the ~~[court]~~ Court affirmed a summary judgment in favor of
19 the corporation where the plaintiffs did not allege that the corporation was liable for the acts of its
20 employees and no allegation that the individual doctors were acting in the course of their
21 employment was made.

22 [As amended by Supreme Court Order No. S-1-RCR-2025-00126.]

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