

**BYLAWS OF
OAK TREE VILLAGE HOA**

**ARTICLE I
NAME AND LOCATION**

The Name of the Corporation is OAK TREE VILLAGE Homeowners' Association, Inc. the principal office of the corporation shall be located at _____Tulsa, Oklahoma, but the meetings of members and directors may be held at such places within Tulsa County, Oklahoma, as may be designated by the Board of Directors.

**ARTICLE II
DEFINITIONS**

Section 1 "Association" Shall mean OAK TREE VILLAGE Homeowners Association, Inc., its successors and assigns.

Section 2 "OAK TREE VILLAGE" shall mean and refer to the following described real property

OAK TREE VILLAGE, a subdivision in Tulsa County, Oklahoma according to the recorded plat (#5421) thereof.

And such additions as May hereafter be brought within the jurisdiction of the Association

Section 3 "Common Area" shall mean all real property owned or maintained by the Association for the common use and enjoyment of the owners.

Section 4 "Lot" shall mean any single family lot shown upon the recorded subdivision plat of OAK TREE VILLAGE.

Section 5 "Owner" Shall mean and refer to the record owner, whether one or more persons or entities, of simple title to lot, including contract sellers, but excluding those having merely as security for the performance of an obligation.

Section 7 "Declaration" shall mean and refer to the Declaration of Association Covenants and Restrictions applicable to the Properties recorded in book 6329 at page 2238 of the Records of the County Clerk of Tulsa County, State of Oklahoma.

Section 8 "Owner" Shall mean an owner of a lot

ARTICLE III MEETING OF MEMBERS

Section 1 **Annual Meetings** (NEW 5/06) the annual elections and meetings will be held the second Tuesday in November every year or within 20 days of that date. The Board of Directors at its discretion may also hold a spring meeting. The board may also call for special meetings if the needs arise. Any meetings canceled or postponed for any reason must be rescheduled immediately with the rescheduled meeting to be held within 30 days of the canceled meeting.

OLD (The first annual meeting of members shall be held within one year from the date of incorporation of the Association, at a date, time, and place to be set by the Board of Directors. Each subsequent regular annual meeting of the members shall be held on the same day of the same month of each year thereafter, or within ten (10) days thereof as to be determined by the Board of Directors.)

Section 2 **Special Meetings** Special meetings of members may be called at any time by the President or by the Board of Directors, or upon written request of the members who are entitled to vote one-fourth (1/4) of all the votes of the Class A membership.

Section 3 **Notice of Meetings** Written notice of meeting of the members shall be given by, or at the direction of, the secretary or person authorized to call the

meeting, by mailing a copy of the notice, postage prepaid, at least fifteen (15) days before such meeting, to each member entitled to vote there at, addressed to the member's address last appearing on the books of the Association, or supplied by the member to the Association for the purpose of the notice. The notice of meeting shall specify the place, day, and hour of the meeting, and, in the case of a special meeting, purpose of the meeting.

Section 4. Quorum The presence at the meeting of members entitled to cast or of proxies entitled to cast, one tenth (1/10) of the votes of each class of membership shall constitute a quorum for any action except as otherwise provided in the Certificate of Incorporation, the Declaration, or these Bylaws, of, however, a quorum shall not be present or represented at any meeting, members present shall have the power to adjourn the meeting from time to time without notice other than announcement at meeting, until a quorum shall be present or be represented

Section 5 Proxies At all meetings of members, each member shall be entitled to vote in person or by proxy. Proxies shall be in writing and filed with the secretary. Each proxy shall be revocable and shall automatically cease upon conveyance of the Lot of the member who had given the proxy.

ARTICLE IV

BOARD OF DIRECTORS: SELECTION, TERM OF OFFICE

Section 1 Number the affairs of this Association shall be managed by a Board of Directors, who need not be members of the Association. The initial Board of Directors shall consist of the three persons, designated by the Certificate of Incorporation of the Association, which shall serve until the first annual meeting of

the membership, or until their successors are elected, and thereafter the Board shall consist of five Directors,

Section 2 Term of Office At the first annual meeting the members shall elect five Directors for a term of one year, and at each annual meeting thereafter, the members shall fill any expiring directorship by electing a Director for a term of one year

Section 3 Removal Any Director may be removed from the Board, with or without cause, by a majority vote of the members of the Association. In the event of death, resignation or removal of a Director, his successor shall be elected by the remaining members of the Board, and shall serve for the unexpired term of his predecessor.

Section 4 Compensation No Director shall receive compensation for any service he may render to the Association. However, any Director may be reimbursed for his actual expenses incurred in the performance of his duties.

Section 5 Action Taken without a Meeting: (NEW 05/06) the board may from time to time approve a payment (not to exceed \$500.00) or an action plan without a scheduled meeting, via email or telephone. Any item presented for a vote in this manner must be passed by a super majority of the board. The Secretary will record these votes in the format used for meetings and present them to all board members for approval via email or hand, before the action can commence.

OLD (the Directors shall have the right to take any action in the absence of a meeting which they could take at a meeting by obtaining the written approval of all the Directors. Any action so approved shall have the same effect as though taken at a meeting of the Directors).

ARTICLE V

NOMINATION AND ELECTION OF DIRECTORS

Section 1 Election Election to the Board of Directors shall be by written ballot. At the election each member or his or her proxy may cast, for each vacancy, as many votes as the member is entitled to cast as set forth within the provisions of the Declaration. The persons receiving the largest number of votes shall be elected. Cumulative voting is prohibited.

Section 2 Nomination (NEW 5/06) Nominations shall be an open process; all members of the association may nominate themselves or any other member of the association. Members may only be disqualified from running if they are currently delinquent in their annual assessment or the association has a current lien on their property and has been given prior notice of said delinquency or lien: or if another member of their household is also running for the board. If a nominated member is disqualified they must receive immediate notification and a minimum of 5 days from receipt of notification to correct the deficiency before the final ballot is printed.

(OLD: Nomination for election to the Board of Directors shall be made by a Nominating Committee.) Nominations may also be made from the floor at an annual meeting and/or by write-in ballot if the election procedure, as hereinafter set forth, provides for voting by mail.

ELECTION COMMITTEE (NEW 5/06) The Election committee will handle all aspects of the Election process, Such as; receiving nomination, making nominations, notifying nominees, mailing and counting ballots etc. Election Committee will be comprised of a minimum of 3 members, max of 5. 1 member will be from the current

board of Directors and act as liaison to the Board. Election committee will at first meeting elect a chair person, which can not be a Member of the Board. No member of the election committee will be allowed to run for the Board and keep their seat on the Election committee, Unless all current board members are running for re-election, In that case the Board secretary or Vice president will act as liaison to the Board but will not have a vote on the election committee. Nominees must be a resident and lot owner of Oak Tree Village/Center

(OLD: The Nominating Committee shall consist of a Chairman, who shall be a member of the Board of Directors, and two or more members of the Association. The Nominating Committee shall make as many nominations for the election to the Board of Directors as it shall in its discretion determine, but not less than the number of vacancies that are to be filled. Nominees may be members or non-members of the Association.)

Section 3 Voting by Mail The Board of Directors, at the time of calling the annual meeting, may by resolution provide for voting by mail and upon so doing the following procedures shall be applicable

- (a) A ballot shall be prepared setting forth the names of the nominees and containing a space for designation of the member's vote for the number of vacancies to be filled and shall contain a space for write in nomination and vote;
- (b) Not later than fifteen (15) days prior to the annual meeting, a ballot shall be mailed to each member;
- (c) Not later than five (5) days prior to the annual meeting, a member voting by mail shall deposit the completed ballot in a post office or mail

receptacle of the United States Postal Service, postage prepaid and addressed as follows;

OAK TREE VILLAGE Homeowners Association, Inc
Election of Directors
Attn: Election Committee (*Old Secretary*)

Tulsa, Oklahoma

- d) members not having voted by mail may vote at the annual meeting by completion of the ballot and placement of the ballot in the ballot box provided at the annual meeting;
- e) at the annual meeting, the Board of Directors shall count the votes set forth within the mailed ballots (postmarked as above provided and received by the Association prior to the annual meeting) and the votes set forth within the ballots cast at the annual meeting and announce the results of the election

ARTICLE VI **MEETINGS OF DIRECTORS**

Section 1 Regular Meetings Regular meetings of the Board of Directors shall be held not less frequently than quarterly at such place and hour as may be fixed from time to time by resolution of the Board. The first regular meeting of the first elected Board of Directors shall be held immediately following the first annual meeting of the members. If a regularly scheduled meeting should fall upon a legal holiday, then that meeting shall be held at the same time on the next day which is not a legal holiday. The initial Board of Directors need not meet on a quarterly basis, and may conduct necessary business at special meetings called as provided for in Section 2 below

Section 2 **Special Meetings** Special meetings of the Board of Directors shall be held when called by the President of the association, or by any two Directors, after not less than three (3) days notice to each Director.

Section 3 **Quorum** A majority of the number of Directors shall constitute a quorum for the transaction of business. An act or decision of the Board shall require the vote of a majority of the Directors present at a duly held meeting at which a quorum is present

Section 4: (New 05/06) At any meeting where a quorum is present, a member in good standing of the association, may make a motion from the floor to change the by-laws, force an action or remove a director from office. If the motion is seconded (can not be seconded by a proxy) a debate period and vote will be held at that meeting. Any vote passed by a motion from the floor will take effect immediately or at the time presented in the motion.

ARTICLE VII **POWERS AND DUTIES OF THE BOARD OF DIRECTORS**

Section 1 **Powers** The Board of Directors shall have power to

- (a) adopt and publish rules and regulations governing the use of the Common Area and facilities, and the personal conduct of the members and their guests thereon, and to establish penalties for the infraction thereof; suspend the voting rights and right to use of the Common Area and facilitates of a member during any period in which such member shall be in default in the payment of any assessment levied by the Association; Suspend the right to use of the

Common Areas and facilities after notice and hearing, for a period not to exceed 60 days, for the infraction of published rules and regulations;

- (b) exercise for the Association all powers, duties, and authority vested in or delegated to the Association and not reserved to the membership by other provisions of these Bylaws, the Certificate of Incorporation, or the declaration; Declare the office of a member of the Board of Directors to be vacant in the event the member shall be absent from three consecutive regular meetings of the Board of Directors; and employ a manager, an independent contractor, or such other employees they deem necessary, and to prescribe their duties.

Section 2 Duties: It shall be the duty of the Board of Directors to;

- (a) Cause to be kept a complete record of all its acts and corporate affairs and to present a statement thereof to the members at the annual meeting when the statement is requested in writing by members having one-fourth (1/4) of the votes of the Class A membership;
- (b) Supervise all officers, agents, and employees of this association, and to see that their duties are properly performed;
- (c) As more fully provided in the declaration, to
 - 1) fix the amount of the annual assessment against each lot at least thirty (30) days in advance of each annual assessment period;
 - 2) Send written notice of each assessment to every owner subject thereto at least thirty (30) days in advance of each annual assessment period;
 - 3) foreclose, within the time permitted by the Declaration, the lien against any property for which assessments are not paid within thirty (30) days

after due date or bring an action at law against the owner personally obligated to pay the same

- (d) Issue, to authorize an appropriate officer to issue, upon demand by any person, a certificate setting forth whether or not any assessment has been paid. A reasonable charge may be made by the Board for the issuance of a certificate. If a certificate states an assessment has been paid, the certificate shall be conclusive evidence of payment;
- (e) Procure and maintain adequate liability and hazard insurance on property owned by the Association;
- (f) Cause all officers or employees having fiscal responsibilities to be bonded, as it may deem appropriate;
- (g) Cause the Common Area to be maintained

ARTICLE VIII OFFICERS AND THEIR DUTIES

Section 1 Enumeration of Officers The officers of this Association shall be a President and Vice-president, who shall at all times be members of the Board of Directors, a Secretary, and a treasurer, and such other officers as the Board may from time to time by resolution create.

Section 2 Election of Officers the election of officers shall take place at the first meeting of the Board of Directors following each annual meeting of the members.

Section 3 Term The officers of this Association shall be annually elected by the Board and each shall hold office for one (1) year unless he shall sooner resign, or shall be removed or otherwise disqualified to serve

Section 4 Special Appointments The Board may elect other officers as the affairs of the Association may require, each of who shall hold office for such period, have such authority, and perform such duties as the Board may, from time to time, determine

Section 5 Resignation and Removal Any officer may be removed from the office with or without cause by the board officer may resign at any time by giving written notice to the Board, the President, or the Secretary. A resignation shall take effect on the day of the receipt of such notice or at any later time specified therein acceptance of the resignation shall not be necessary to make it effective

Section 6 Vacancies A vacancy in any office may be filled by appointment by the Board. The officer appointed to a vacancy shall serve for the remainder of the term of the officer he replaces

Section 7 Multiple Offices The offices of Secretary Treasurer may be held by the same person. No person shall simultaneously hold more than one of any of the other offices except in the case of special offices created pursuant to Section of this Article.

Section 8 Duties the duties of the officers are as follows;

(a) **President** The President shall provide at all meetings of the Board of Directors, shall see that orders and resolutions of the Board are carried out; shall sign all leases, mortgages, deeds and other written instruments and shall co-sign all checks and promissory notes

(b) **Vice President** the Vice-president shall act in the place and stead of the President in the event of his absence, inability or refusal to act, and shall exercise and discharge such other duties as may be required of him by the Board

(c) **Secretary** the Secretary shall record the votes and keep the minutes of all meetings and proceedings of the Board and of the members; keep the corporate seal of the Association and affix it on all papers requiring the seal, serve notice of meetings of the Board and of the members; keep appropriate current records showing the members of the Association together with their addresses and shall perform such other duties as required by the Board

(d) **Treasurer** The treasurer shall receive and deposit in appropriate bank accounts all monies of the Association, and shall disburse such funds as directed by resolution of the Board of Directors; shall sign all checks and promissory notes of the Association; keep proper books of the account; and shall prepare an annual budget and a statement of income and expenditures to be presented to the membership at its regular annual meeting, and shall deliver a copy to each of the members

ARTICLE IX COMMITTEES

The Association shall appoint a Nominating Committee, as provided in these Bylaws, and shall appoint other committees as deemed appropriate

ARTICLE X BOOKS AND RECORDS

The books, records, and papers of the Association shall at all times, during reasonable business hours, be subject to inspection by any member. The Declaration, the Certificate of Incorporation and the Bylaws of the Association shall be available for inspection by any member at the principal office of the Association, where copies may be purchased at reasonable cost

ARTICLE XI ASSESSMENTS

As more fully provided in the declaration each member is obligated to pay to the Association annual and special assessments which are secured by a continuing lien upon the property against which assessment is made. (NEW 05/06) If payment is not received within 30 days of the due date, a second notice will be mailed with an added fee of \$20.00. If payment is not received within 30 days of the due date interest will start accruing at a rate of \$3.00 per month, (OLD: Any assessments which are not paid when due shall be delinquent. If the assessment is not paid within thirty (30) days after the due date, the assessment shall bear interest from the date of delinquency at the rate of twelve (12) percent per annum.) and the Association may bring an action at law against the Owner personally obligated to pay the same or foreclose the lien against the property, and the interest, costs, and reasonable attorneys' fees of any such action shall be added to the amount of such assessment. No owner may waive or otherwise escape liability for the assessments provided for herein by non-use of the Common Area or abandonment of his Lot.

NEW 05/06 A lien will be filed if payment is not received after 45 days of the original due date, however interest will continue to accrue and the lot owner will be responsible for all fee's including legal fees, filing fees etc.

ARTICLE XII CORPORATE SEAL

The Association may have a seal in circular form having within its circumference the words: OAK TREE VILLAGE Homeowners Association

ARTICLE XIII AMENDMENTS

Section 1 These Bylaws may be amended by the Board of Directors or, at a regular or special meeting of the members, by a vote of a majority of a quorum of members present in person or by proxy

Section 2 In case of any conflict between the certificate of incorporation and these Bylaws, the certificate will control; and in the case of any conflict between the declaration and these Bylaws, the declaration shall control

**ARTICLE XIV
MISCELLANEOUS**

The fiscal year of the association shall begin on the 1st day of JAN and end on the 31st day of DEC of every year, except that the first fiscal year shall begin on the date of Incorporation.

IN WITNESS WHEREOF, we, being all of the Directors of OAK TREE VILLAGE Homeowners Association, Inc., have hereunto set our hands this 9th day of May 2006

Mark Rushing President

Kevin Rhinehart- Vice President

Jasen Chadwick- Secretary

Ben Carey- Member

Paul Strizek- Treasurer