



**Oakridge Neighborhood Association (ONA)
Bylaws**

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Oakridge Neighborhood Association Bylaws

ARTICLE 1 ORGANIZATION

1.1 Establishment: The Oakridge Neighborhood Association (“ONA” and/or “Association”) with a mailing address of P. O. Box 450145, Garland, Texas 75045-0145 or any address the Board of Directors deems reasonably appropriate is hereby established as an incorporated association of homeowners and tenants residing in Oakridge No. 1, No. 2, No. 3, No. 4, No. 6, No. 7, No. 8, No. 9, No. 10 and No. 11 Additions to the City of Garland, Dallas County, Texas, herein after referred to as the Property.

1.2 Purposes: The purposes of the Association are to assure the beauty, safety and stability of the area and the surrounding community, and to promote neighborliness and pride among the residents.

1.3 Operation: The Association consists of the general membership provided for in Article II, the officers provided for in Article III, the Board of Directors provided for in Article IV, and the various committees provided for in Article V. The fiscal and operating year of the Association is June 1st through May 31st of the following year.

1.4 501(c)(4) Organization: The corporation is organized exclusively as a neighborhood association purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(4) of the Internal Revenue Code, or corresponding section of any future federal tax code.

ARTICLE 2 GENERAL MEMBERSHIP

2.1 Eligibility: The Association shall have one class of members. Each residential homeowner or each tenant holding a leasehold interest in the Property described in Section 1.1 is eligible to become a member of the Association upon payment of the dues prescribed by the membership each operating year; provided, however, that only one membership shall be assigned for each of the residences described in Section 1.1 hereinabove. Eligibility is to be without regard to race, creed, age, sex, color or national origin.

2.2 Dues: Annual dues amount shall be set by a vote of the members at any meeting of the general membership. There is no proration of dues. All full dues paid before April 1st of the current year are applied toward the current ONA year that ends on the next May 31st. All full dues paid on or after April 1st of the current year go toward the next ONA year through May 31st of that ONA year. New ONA invoice/applications should not be released prior to April 1st for the upcoming ONA year.

2.3 Rights of Members: Each member of the Association is eligible to serve as an officer, director or on any committee of the Association to vote on matters as provided by the Bylaws, and to attend any business or social functions of the Association per the guidelines of Section 4.5.

2.4 Restrictions on Members: No member of the Association may use, or permit the use of, the name of the Association or any information obtained through the Association membership for commercial purposes or any other purposes inconsistent with these Bylaws.

2.5 Meetings of General Membership: There shall be minimum of three (3) meetings per year of the general membership. Customarily, these three (3) meetings are scheduled on the fourth Thursdays of the months of February, May, and September. The meeting of May is termed the Annual Meeting. However, these meetings shall be scheduled by the Board as required. Each of these meetings should consist of the business brought to the membership by the ONA Board of Directors in an informative and timely manner (as determined by the ONA Board) presentations. The members of the Association shall meet during the last quarter of the operating year (customarily in May, hereinafter referred to as the “Annual Meeting”) at a time and place selected by the Board of Directors and at such additional times and places as the Board of Directors may prescribe. Notice of any such meeting, shall be delivered to each member at least seven (7) days prior to the meeting. Attendance of at least

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one-twentieth (5%) of the membership either in person or by written proxy filed with the Secretary at least forty-eight (48) hours in advance of the meeting, shall be required for a quorum. Any action which may be taken at a meeting of the members may be taken without a meeting if consent in writing, setting forth the action so taken shall be signed by a majority of the members of the association entitled to vote (Members being limited to one (1) vote per residence as described in Section 2.1 above.).

2.6 Voting by General Membership: The method of voting (by written ballot or show of hands) shall be announced by the President prior to each vote. Payment of dues for each lot which is part of the Property shall entitle resident(s) of a dwelling to become members of the Association, and shall entitle the resident(s) of each household one vote per adult resident with a maximum of one vote per household on each matter submitted to a vote of the membership. All matters voted upon, except the amendment of these Bylaws, shall be decided by a simple majority of a quorum, of the members (membership being limited to one per residence as set forth in Section 2.1 above).

2.7 Term of Membership: Membership in the Association shall lapse automatically and terminate when any member shall cease to be the owner of record or a tenant holding a leasehold interest of any Lot in the Property. When any member shall be in default in the payment of dues for a period of three months, his/her membership shall be terminated. Dues are not refundable, transferable or assignable.

ARTICLE 3 OFFICERS

3.1 General: The Association shall have a President, Vice President, Secretary and Treasurer. Officers shall be elected to serve for a term of one operating year. Any person may be elected to serve in an unlimited number of consecutive terms in any one office, or in more than one office at a time, under the discretion and ratification by a two-thirds majority of the Board of Directors, especially in cases where no one has been located who is willing or available to serve and fill vacant positions. There is only one (1) vote per individual for all Board decisions.

3.2 Election Procedure: At a meeting held at least three (3) months prior to the end of each operating year (or by the fourth Thursday meeting of February), the general membership shall elect a nominating committee consisting of an odd number of active ONA member(s) (including board and non-board members) as voted by the officers and directors. Their purpose will be the selection of nominees for officers and directors for the next operating year. The names of the Officer/Director nominees shall be reviewed by the officers and directors and provided to the membership through publication in the ONA Newsletter and website prior to the Annual Meeting, customarily on the fourth Thursday of May. Additional candidates may be nominated by any member of the Association at the Annual Meeting. The election of officers and directors shall be held during the last quarter of the operating year at the Annual Meeting of the general membership. Newly elected officers and directors shall assume office on June 1 of the year in which they are elected. Should there not be an elected President, the other elected officers and directors shall collectively nominate a new/successor President within thirty (30) days of the Presidential office vacancy with the ratification of the nomination being made upon a two-thirds majority vote by the Board of Directors inclusive of the newly elected officers included.

3.3 Vacancies: If any officer or director resigns or is otherwise unable to serve a full term of office (except in the case of removal), a successor shall be nominated by the President within thirty (30) days of the vacancy and the nomination to be ratified by a two-thirds majority of the Board of Directors. The ratified Officer/Director is to serve the remainder of the term.

3.4 Duties of Officers:

- (a) President:** The President shall call and preside at all meetings of the Board of Directors and the general membership. He/She shall appoint a parliamentarian and invoke Robert's

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Rules of Order whenever he/she deems it necessary for any meeting, and shall perform such other duties as may be prescribed by the Board of Directors. The President shall have the authority to represent the Association in its relations with other persons and organization, except as otherwise provided in Section 2.4 Restrictions. The President is authorized by the Board to serve in the roll as Assistant Secretary to open, close, or make any signatory changes to all ONA bank or financial investment accounts.

- (b) Vice President:** The Vice President shall monitor and receive committee reports. The Vice President shall be the Chairman of the Civic and Political Interest Committee and an ex officio member of all other permanent committees. The Vice President shall perform the duties of the President whenever the President is absent or unable to perform.
- (c) Secretary:** The Secretary shall keep minutes of all meetings of the Board of Directors and the general membership, and perform such duties as the Board of Directors may prescribe. The Secretary shall prepare and send the official meeting minutes to all board members within seven (7) days directly following any ONA General Membership meeting or any ONA Board meeting, for ONA board member review. This will allow quicker board communication for any pertinent board action item planning or responses. All ONA General Membership and ONA Board meeting minutes shall clearly record the specific details of all recommendations presented; with who made the motion, the second; and the results of the vote as: unanimous, or a majority with the number of yes votes, no votes, and abstentions. This is purposed to maintain the official legal record of the specific decisions of ONA organization. The Secretary shall maintain and facilitate a sign in log for Board of Directors meetings to officially record Board member attendance and validate quorum. The Secretary shall maintain and facilitate a sign in log for general Membership meetings to officially record general Membership member attendance and validate quorum.
- (d) Treasurer:** The Treasurer shall have responsibility of Association funds; collect dues, pay bills for services and/or materials appropriately incurred by the Board of Directors and any assigns after insuring (a) the invoices are properly priced and (b) do not include any charge for sales tax; manage all advertising activities including invoicing and collecting and negotiating advertising matters; keep an accurate record of all receipts and expenditures; keep a current membership roll and be responsible for excluding any Board of Director member from attending meetings if their membership is not paid after the three (3) month grace period; prepare the fiscal year operating budget for review and approval by the Board of Directors; prepare (or have prepared) IRS Form 1099-MISC forms and the IRS Form 1096 transmittal form and IRS Form W-2 forms and the IRS W-3 form for the calendar year; prepare the IRS Form 990-EZ income tax return for the fiscal year; prepare the appropriate Texas franchise tax return if required for the fiscal year; invest excess funds from time to time in only money market and/or certificate of deposit accounts at the same bank where the operating account is maintained; perpetually maintain the \$8,000 in cash from the contingency reserve detailed in 4.7 in the best cumulative interest bearing account in only money market and/or certificate of deposit accounts at the same bank where the operating account is maintained; prepare an annual financial report to be given at the annual meeting of the general membership, chair the Finance Committee, and perform such other duties as the Board of Directors may prescribe. The president and Board can appoint an Assistant Treasurer with the agreement of the Treasurer to assume any and all of the duties of Treasurer in their absence. The Assistant Treasurer will have access and signatory authority on all ONA Bank

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accounts, with the Treasurer's ability to sign checks or make deposits as required. The Assistant Treasurer may be or not be considered a voting position on the board depending upon specific Board advance approval and/or limitation of voting rights. The Assistant Treasurer may be a Board Member at the same time in another area but can only have one (1) vote maximum.

ARTICLE 4 BOARD OF DIRECTORS

4.1 Composition: The Association shall have a Board of Directors comprised of the President, Vice President, Secretary, Treasurer, seven (7) District Directors and four (4) At Large Directors of Membership, Communications, Safety and Security, and Environmental.

The District Directors are to be elected from members of the following seven (7) groups of subdivisions comprising the following Oakridge Property Additions:

- Director No.1: Oakridge No.1 Addition
- Director No.2: Oakridge No.9 Addition
- Director No.3: Oakridge No. 10 Addition
- Director No.4: Oakridge No. 11 Addition
- Director No.5: Oakridge No. 2 and No. 4 Additions
- Director No 6: Oakridge No. 3 and No. 6 Additions
- Director No.7: Oakridge No. 7 and No 8 Additions

The At Large Directors are to be chosen by the President to serve at the will of the President and approved by a two-thirds vote of a quorum of the ONA Officers and District Directors. Each "At Large" Director will be responsible for the following permanent Committees: Membership, Communications, Prevention and Safety, and Environmental. Other "at large Directors" may be created by the Board of Directors: such as, Marketing or any other area the ONA requires.

Also, any Committees as deemed necessary may be created by the Board of Directors, such as Welcome Basket Committee or any other area of ONA requirements. They are to serve a one year term. In the event one must resign or be replaced, the successor will complete the remainder of the original term.

4.2 Term of Office: Members elected to the positions of Director (as noted in Section 4.1) No. 1, 3, 5 and 7 shall serve two-year terms falling into fiscal years ending with an odd number; and 2,4 and 6 shall serve two-year terms falling into fiscal years ending with an even number. If a District Director cannot complete the full two years then the replacement District Director shall finish out that two year term and the Odd/Even voting rule will still apply.

4.3 Election of Directors: See Section 3.2 & 3.3 [Election Procedure for Officers and Directors].

4.4 Duties of Board of Directors: The Board of Directors shall be responsible for the management of the Association, including the approval of programs, expenditures and such other duties as may be prescribed by these Bylaws. The Treasurer shall prepare the budget to be reviewed by the Board of Directors and approved by the Association. The Board of Directors shall approve all expenditures. Emergency expenditures may be made in the normal course of the ONA, but not to exceed \$200.00 for any one cause, with the verbal approval of the president or the vice president and the treasurer.

District Directors will be responsible for serving as the Welcoming Committee for new residents in their district. They will be responsible for the placing and removal of the seasonal decorations provided by the ONA. Directors will be responsible for the placement and removal of meeting notices at the various entrances to Oakridge. District Directors will also be responsible for follow-up activities after initial annual invoices go out, approximately April

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1st of each year. District Directors are responsible for placement of the ONA flags in a visible front of home location of a newly paid member, just as soon as reasonably possible after notification of their annual dues received payment. New memberships and flag distribution occurs primarily during the months of April through July of each year, with a fewer amount to the end of the membership drive which should be concluded by the end of October of each year. District Directors will follow-up after several weeks, as determined by the Board of Officers and Directors, and to place second notice invoices with envelopes taped to the doors of unpaid members, and/or by contacting them: by personal home visit, phone call, or E-mail, etc.

At Large Directors will be responsible for the operations and services provided by the committee they chair,

All Directors must remain members in good standing during their term of office. They shall act at all times in the best interest of the Association and shall represent the best interests and desires of a majority of the membership.

Should any Director's political, commercial or other interests conflict with the best interests of the Association, the other Directors may at their discretion, ask the Director to resign or proceed directly to removal procedures set forth in these Bylaws. No Director shall be authorized, without approval from the Board, to represent the Association in any matter.

4.5 Meetings of the Board of Directors: The Board of Directors shall meet at least quarterly each operating year, at a time and place prescribed by it at a previous meeting or prescribed by the President. Typically and customarily the Board of Directors has met monthly during the first part of the month for all months except August (allowing for vacations) and December (due to holidays). The President shall furnish an agenda for each member of the Board of Directors at least one day prior to the meeting. Any Director who will be unable to attend should advise the President as far in advance of the meeting as possible. All meetings of the Board of Directors shall be open to any member of the Association with prior notice (a minimum of 72 hours) in advance to the presiding officer. Any member must leave the meeting if requested by a Board of Director Member. A special meeting of the Board of Directors may be called by the President of the Association or by a majority of the Board of Directors upon five (5) days written notice being sent by any one of the following methods: (a) certified or registered mail, return receipt requested; (b) Express Mail or equivalent overnight delivery service; or (c) personally delivered at the address set forth above to all Directors. (d) If the Board of Directors agrees prior; then, a simple E-mail addressed to all Board of Directors and Officers shall suffice in lieu of 4.5 (a), (b), and (c) above, for the five (5) day written notice.

4.6 Voting by the Board of Directors: Voting shall be as prescribed and announced by the President prior to each vote. All matters voted upon, except the filling of vacancies under Section 3.3, shall be decided by a simple majority of a quorum. The filling of vacancies under Section 3.3 shall be decided by a two-thirds majority of a quorum. All officers and directors that are voted on by the membership and/or appointed by the President and approved by the Board of Directors have one (1) vote for all decisions made by the Board of Directors. Committee members or assistant positions do not have a vote unless the Board of Directors agrees in advance or determines otherwise to grant voting rights as they specifically determine or limit those rights.

4.6.1 Quorum: A quorum will be defined as a minimum of two-thirds of the current Officers and Directors. Normally, the quorum of two-thirds has been considered 9 Officers and Directors for all major decisions and decisions costing \$500 or more. A quorum of 50% or 7 Officers and Directors is considered a minimum for all minor decisions involving less than \$500.

4.7 Fiscal Responsibilities: The Board of Directors shall not in any operating year expend or contract for the expenditure of funds in excess of the income received in that operating year plus carry-overs from prior years. Also, keeping a minimum funding reserve of approximately 30% of Annual expenditures (approximately 3+

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months) or \$8,000, to be maintained in either checking or savings account. Normally, this is maintained in the ONA savings account in order to receive interest.

4.8 Compensation: Officers or Directors shall not receive any salary or other compensation for their services.

ARTICLE 5 AT LARGE DIRECTORS AND COMMITTEES

5.1 Permanent Directors and Committees: Under the direction and supervision of the Board of Directors as a whole, The Permanent At-Large Directors and Committees of the Association and the duties of each shall be addressed in the Business Policy Manual as approved by the Board of Directors as follows:

- (a) The Membership Director and Committee:** Recruit new members; prepare, maintain and distribute directories to members. Note: An ONA Directory will be published when ONA annual members equals 480 or more members, which will cover the set-up, preparation, and printing costs of the Directory, unless otherwise authorized by the Board of Directors. The ONA Membership Director or Chair of the membership committee shall be responsible for all membership records and Oakridge community information for all 1166 homes for the current year and the past three years. The Membership Director and Committee will be responsible for all correspondence to members and potential members, including: e-mails, post cards, letters, etc. The Membership Director and/or Committee will set up a membership booth at all membership social or meeting functions with signs and blank name tags and pens for member name identification. Membership Director and/or Committee to prepare Annual Invoice in compliance with Board direction and to meet EDDM Bulk Mailing Post Office requirements. Invoice must be printed on regular non-glossy stock in order that it may be filled out by members without ink smearing. In the case of the absence of both the President and the Vice-President from any Board or Membership Meeting the Membership Director is considered the 3rd and next in line to lead the Meeting and handle ONA business.
- (b) The Communications Director and Committee:** Oversee and set policy for the ONA monthly newsletter. Also, the Communications Director and/or Committee shall provide and maintain the ONA web site, along with the required renewals for both domain names and the hosting service, and shall be listing as the ONA administrator with contact information provided. The ONA website shall contain: a List of Current District Officers with minimum contact information as determined by the Board. Provide information to members in ONA monthly newsletter and on the ONA web site of projects of the Association and other documents and items of interest as determined by the Board. Current and previous ONA monthly newsletters are to be posted on the web site. Current Invoice Membership Application is to be posted on the web site with links to PayPal for dues and beautification payments. Latest approved ONA By-Laws are to be posted on the web site, and/or any proposed changes or amendments to the By-laws for review of the membership. All posted documents need to have the ability to be printable. Web site items are to be posted in a user friendly and intuitive manner.
- (c) The Crime Prevention and Safety Director and Committee:** Provide crime prevention and safety information to members; initiate and monitor crime prevention programs; maintain communication with the Garland Police and Fire Departments; promote safety.
- (d) The Environmental Director and Committee:** Review and supervise environmental conditions and activities in order to maintain the integrity and beauty of the community

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grounds. The Environmental Director and Committee shall develop an environmental plan to upgrade and/or maintain all nine (9) entrances and the center islands at the Ridge Oak and Laurel Oak entrances. The Environmental Director and Committee is to engage outside vendors to upgrade and/or maintain entrance sprinkler and watering systems, lighting, and flowers, shrubs, bushes, and trees as needed on a seasonal basis. Using drought resistant approaches might be a consideration. The environmental fund is your primary budget as dispensed by the agreement of the ONA Board of Directors and/or members.

5.2 Membership of Committees: Membership in any permanent committee shall be open to any member of the Association. The Chairman will be appointed by the President and will serve as an At Large Director for a term of one year with the consent (see section 4.1) of the Officers and District Directors. An officer cannot be a permanent committee chairman. No person may serve as chairman of more than one committee at one time.

5.3 Meetings of Committees: Permanent committees shall meet as often as is necessary to effectively carry out their duties. Such meetings shall be called and chaired by the chairman of the permanent committee.

5.4 Reports by Permanent Committees: Each permanent committee will maintain committee minutes and report committee activities at each meeting of the Board of Directors.

5.5 Ad Hoc Committees: The President, with the approval of the Board of Directors may appoint temporary committees as it deems necessary to serve specific purposes as they arise. The chairman of any such committee shall be appointed by the President to serve for a term equal to the duration of the project; such as the Nominating Committee and/or Chair, Newsletter and Invoice Printing Coordinator, Bulk Mail Preparation and Delivery Coordinator, etc. Some Ad Hoc Committee functions may be handled within the Board of Directors.

ARTICLE 6 REMOVAL OF OFFICERS, DIRECTORS, AND COMMITTEE CHAIRS

6.1 Duties: It is the duty of every elected officer, director, and committee chairmen to act for and in the best interests of the Association and to refrain from using such position for personal gain.

6.2 Removal by Board: Should any officer, director or committee chairman fail to perform the duties of his/her position, he/she may be removed by a vote of two-thirds majority of a quorum of the Board of Directors. "Failure to perform" shall include, but not be limited to, failure to fulfill the best interests of the Association, acts or omissions giving rise to a cause of action at law or in equity against the Association, or violation of any ordinance or statute.

6.3 Removal by Membership: The general-membership must present a written petition for the removal of any officer, director or committee chairman to the Board of Directors and file a copy of the same with the Secretary. The petition must state the grounds for removal and must be signed by members representing at least twenty-five (25) households in good standing. Upon receipt of such petition, the Board of Directors must call a special meeting of the general membership within three weeks of the filing of such petition with the Secretary, at which meeting the issue of removal shall be resolved. The officer, director or committee chairman so charged shall be given written notice of the charges at least fourteen (14) days before the question is placed on a special meeting agenda, (see sec 2.5). The petitioners shall present their charges first; said officer, director or committee chairman shall present his/her defense(s) second; and the vote shall be taken third. The vote of two-thirds of a quorum of the general membership shall be required to remove the officer, director or committee chairman from office. Should the officer charged be the Secretary, the Treasurer shall receive and distribute the petition. Should said officer be the President, the Vice President shall preside over the removal proceedings. No removal proceedings shall be brought more than once on the same charge.

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6.4 **Filling of Vacancy Created by Removal:** Upon removal of any officer, district director, at large director or committee chairman, the resulting vacancy shall be filled as specified in Section 3.3 or Section 3.4, unless removal occurs pursuant to Section 6.3, in which event the general membership shall fill the vacancy pursuant to Section 3.2.

ARTICLE 7 FISCAL MATTERS

7.1 **Fiscal and Operating Year:** The fiscal and operating year of the Association shall be from June 1st through May 31st of the following year.

7.2 **Contracts:** A quorum of The Board of Directors shall authorize any two officers or agents of the Association, in addition to the Officers so authorized by these Bylaws, to enter into any contract or execute and deliver any instrument in the name of and on behalf of the Association as long as there is a termination clause that states that the Association may cancel any said contract with thirty (30) days written notice. Such authority may be general or confined to specific instances.

7.3 **Checks and Drafts:** All checks, drafts or orders for the payment of money, notes or other evidences of indebtedness in the name of the Association shall be signed by the Treasurer, Assistant Treasurer or by the President. The Treasurer may invest funds solely if done as detailed in Section 3.4 (d) above. Payment for Board of Director approved and recurring contractual expenditures shall require signature of Treasurer, Assistant Treasurer, or President. Said approval shall be posted in the Minutes by the Secretary with notation that the item was approved by a proper vote.

7.4 **Deposits:** All funds of the Association shall be deposited to the credit of the Association in such banks, trust companies or other depositories which are insured by an agency of the federal government as the Board of Directors may select.

7.5 **Net Earnings:** No part of the funds of the Association shall inure to the benefit of any member or individual.

7.6 **Prohibited Actions:** No part of the earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in the purpose clause hereof. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the organization shall participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of this document, the organization shall not carry on any other activities not permitted to be carried on (a) by any organization exempt from federal income tax under 501(c) (4) of the Internal Revenue Code, or corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible under section 170(c) (2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

ARTICLE 8 MISCELLANEOUS

8.1 **Political Activities:** The Association shall not endorse a political candidate or political position. The Association may monitor and act upon zoning and local community issues which affect the Property. Any member, including officers, directors and committee chairmen, may, as individual support political candidates of their choosing.

8.2 **Indemnification:** Each officer and director of the Association, in consideration of his/her services as such, shall be indemnified by the Association to the extent permitted by law, but not to exceed \$500.00, against

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expenses and liabilities reasonably incurred by him/her in connection with the defense of any action, suit or proceeding, civil or criminal, to which he/she may be a party by reason of being or having been a director or officer of the Association. The foregoing right of indemnification shall not be exclusive of any other rights to which the director or officer or person may be entitled by law or agreement or vote of the members or otherwise, provided, however, the officers and directors shall not enter into a contract for an amount in excess of the total approved budget nor file any litigation without a vote by the general membership approving the same as provided herein.

8.3 Amendment of the Bylaws: Amendment of these Bylaws shall require a two-thirds majority of quorum, per the voting procedures set forth in these Bylaws.

8.4 Distributions Upon Dissolution: Upon dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(4) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not disposed shall be disposed by the Court of Common Pleas of the county in which the principal office of the corporation is then located, as such Court shall determine, that is organized and operated exclusively for such purposes.

8.5 Severability: Each section, part, term and provision of the Bylaws shall be considered severable, and if, for any reason, any section, part, term or provision herein is determined to be invalid and contrary to, or in conflict with, any existing or future law or regulation of a court or agency having valid jurisdiction, such shall not impair the operation or affect the remaining portions, sections, parts, terms or provisions of the Bylaws, and the latter will continue to be given full force and effect and bind the parties hereto; and said invalid section, part, term or provision shall be deemed not to be a part of Bylaws.

THESE BYLAWS were adopted on the 28th day of February, 2019, at the General Membership Meeting of the Oakridge Neighborhood Association.