

Skyhaven Airpark Homeowners Association, Inc.
Bylaws

ARTICLE 1
Name and Purpose

The name of this organization shall be the Skyhaven Airpark Homeowners Association, Inc., hereinafter stated as "Association." It shall represent all legal lot owners of the subdivision. Its purpose is to:

- Serve in the interests and welfare of its members
- Preserve quality of life
- To promote unity and fellowship among residents

ARTICLE 2
Principal Location

The official address of the Association is:

Skyhaven Airpark Homeowners Association, Inc.
P.O. Box 490
Collinsville, OK 74021

ARTICLE 3
Membership and Voting

Owners **as recorded with the County clerk of Washington County, Oklahoma** shall be entitled to one (1) vote in the Association, whether they own one lot or multiple lots., When one or more persons or entities hold such interest or interests in any Lot, although all of such persons or entities shall be Members of the Association, the vote for such Lot shall be exercised as they, among themselves, may determine, but in no event shall more than one (1) vote be cast. No split votes are allowed.

No proxy votes will be allowed. Renters do not have voting rights. If dues as described in Article V are not paid, the member will not be in good standing; and therefore will be unable to vote or hold office until such time as the full amount including any penalties and interest have been paid.

"Lot" shall mean and refer to any plot of land shown upon recorded subdivision Plat of the Properties with the exception of the Public Area.

The person described in the above paragraph shall become a Member of the Association in good standing upon payment of the annual dues as described herein. A suspended Member is one who is in default of any annual dues or special assessment made by the Association. A suspended Member shall neither exercise any voting rights nor shall use any facilities owned, leased or operated by the Association until such dues have been properly paid.

ARTICLE 4

Officers, Qualifications, Terms, and Duties

Officers of the Association shall be the President, Vice President, Secretary, and Treasurer. Other offices and officer positions may be established at any organized meeting.

Qualifications: All officers must be a member of the Association and must be in good standing.

Term of Office: Officers will be voted on in the fall and take office the first of the calendar year. Each term will be for two years. The timing of the election of the President and Treasurer will be in the years opposite the election of the Vice President and Secretary to provide continuity. No member shall hold more than one office at a time, and no member shall be eligible to serve more than two consecutive terms in the same office.

The Officers shall manage the business and affairs of the Association and may exercise all powers of the Association, subject to any restrictions imposed by law, the Articles of Incorporation, or these Bylaws.

Duties:

The President shall be the chief officer of the Association, direct the activities of the Association, and communicate to the Association such matters, make suggestions as may tend to promote the welfare and increase the usefulness of the Association, and shall perform such other duties as are necessarily incident to the office.

The Vice President shall perform all duties of the president during the absence of the president and perform other duties as assigned.

The Secretary shall:

- Give notice of all Association meetings and make provisions for maintaining a record of proceedings.
- Conduct any and all correspondence on behalf of the Association and carry into execution all orders, votes and resolutions not otherwise committed.

The Treasurer shall:

- Keep an account of all moneys received and expended for use of the Association, and make payments authorized by the Association officers.
- Deposit all sums received in the bank, with such funds to be drawn only on an authorized signature(s) in accordance with directives from the Association officers.
- Prepare periodic and annual reports of the transactions and conditions of the Association.

Vacancies: In the event of a vacancy in the office of President the Vice President shall succeed to the office of President for the unexpired term. A vacancy in any other office shall be filled for the unexpired term by appointment of the President.

Removal: Any officer may be removed for dereliction of duties by two-thirds vote.

Compensation. No salaries shall be paid to the officers for their services in such capacity, but the officers may authorize reimbursement of expenses incurred by them on behalf of the Association, so long as it meets the budgetary requirements of the bylaws. The Officers may authorize reasonable compensation for the services of any independent contractors who provide consulting, management, or other professional services to the Association.

Depositories. All funds of the Association shall be deposited in the name of the Association in such bank, banks, or other financial institutions as the officers may from time to time designate and shall be drawn out on checks, drafts, or other orders signed on behalf of the Association by such person or persons as the officers may from time to time designate.

Execution of Legal Instruments. All contracts, deeds, and other instruments shall be signed on behalf of the Association by the President or by such other officer, officers, agent, or agents as the President may from time to time provide.

INDEMNITY

Actions Against Directors and Officers. The Association shall indemnify, to the fullest extent permitted by the Oklahoma Non-Profit Corporation Statutes and, if applicable, Section 4941 of the Internal Revenue Code of 1986, as amended, any individual made a party to a proceeding because such individual is or was a director or officer of the Association against liability incurred in the proceeding, if such individual conducted himself or herself in good faith, and (1) in the case of conduct in his or her official capacity, reasonably believed his or her conduct was in the best interests of the Association, (2) in all other cases, reasonably believed that his or her conduct was at least not opposed to the best interests of the Association, and (3) in the case of a criminal proceeding, had no reasonable cause to believe his or her conduct was unlawful.

Advance for Expenses of Directors and Officers. The Association shall pay for or reimburse the reasonable expenses incurred by a director or officer who is a party to a proceeding because such individual is a director or officer in advance of final disposition of the proceeding, if:

(1) The director or officer furnishes the Association a written affirmation of his or her good faith belief that he or she has met the standard of conduct set forth in "Actions Against Directors and Officers" above or that the proceeding involves conduct for which liability has been eliminated by the Association's Articles of Incorporation; and

(2) The director or officer furnishes the Association a written undertaking to repay any advances if it is ultimately determined that the director or officer is not entitled to indemnification.

The written undertaking required by paragraph (2) above must be an unlimited general obligation of the director or officer but need not be secured and may be accepted without reference to financial ability to make repayment.

The Association shall purchase and maintain Directors & Officers Insurance by an A-rated company licensed to provide insurance in the State of Oklahoma.

ARTICLE 5

Dues

The fiscal year of the Association shall be the calendar year. Annual dues are payable by June 1.

Whether an Association member owns one lot or multiple lots the Member will be assess dues of \$50 per year.

Interest on past due amounts will be payable on September 1 with interest to begin accruing on July 1. The interest rate will be 10% each month with a maximum amount that is equal to the dues assessment for the year.

Unpaid dues will result in a lien against the property.

All money from dues and assets of Association cannot be used for expenses of the Runway Association without approval from a majority vote of the organization. Further, the Association must prepare an annual budget, subject to membership approval. The Association must obtain approval of the members prior to spending money not included in the budget or is above and beyond the amount stated in the budget. The officers shall be allowed up to but not to exceed \$250.00 at their discretion, per annum, so long as two officers have approved and signed the check for said expenditure.

ARTICLE 6

Meetings

The Association will meet at a minimum of two times per year and as necessary to handle Association business.

All members will be notified, by mail or electronic mail, two weeks in advance of the meeting date. Members wishing to opt-out of email notifications shall pay \$10.00 per year to cover copying and postage expenses, and shall be an opt-in selection by payment of the additional fee. Regular meeting notices may be posted on the HOA website. Any changes in the lot owner's preferred mailing address or email address shall be the responsibility of the individual lot owner to notify the secretary of the organization.

The quorum for Association meetings shall be 20% of members, all in good standing as defined in Article III. Officers are required to attend all regular and special meetings unless a valid excuse is presented. If an officer misses two meetings in a single year without valid excuse, the Association may subject the officer to removal by a vote.

Special Meetings may be called by the President, by a majority of the officers, or by twenty (20) percent of the membership, all in good standing. If a special meeting is called by twenty (20) percent of the membership, said request shall be presented with the signatures of the Association members in good standing to the President in person. Should the President be out of town or unavailable, the request may then be presented in person to the Vice-President, Treasurer, then Secretary if each are out of town or unavailable. The officers shall set the date of the meeting within fourteen (14) days of receiving said notice but shall not be set for less than seven (7) days prior to the date of the meeting. Special meetings are excluded from the aforementioned mail/email two-week advance notification requirements.

The President shall preside at all regular and special meetings. Should the President be unable to preside at the meeting, the Vice President, Treasurer, and Secretary (respectively) will assume this task.

Where otherwise not specified in these Bylaws, Articles of Incorporation, or Covenants, the Association shall be governed by Roberts Rules of Order, the most current edition.

ARTICLE 7

Audits

A qualified **person member**(s) unrelated to any board member or officer appointed by the officers shall make an annual audit of the Association's financial records. Two separate members of the HOA may perform the audit. Such audit shall be completed within 45 days of the close of the fiscal year. A written report covering the audit shall be submitted to the President to be filed in the Treasurer's records. The records will then be transferred immediately to the incumbent Treasurer.

If a member should make a request for records in accordance with the Oklahoma General Corporation Act or Nonprofit Corporate Act, such requests shall be sent to all officers. Inspection shall be made available within 14 days to the member making such a request. Any copies requested will be at the requestor's expense.

ARTICLE 8

Amendments

Bylaws: These Bylaws may be amended by a 90% vote at a qualified meeting. All proposed amendments to the Bylaws or Standing Rules must be submitted to the members of the HOA at least ten (10) days prior to any vote.

Standing Rules: Standing Rules may be adopted, amended, or rescinded by a 90% vote at a qualified meeting.

Enactment: No Bylaws or Standing Rules adoption or amendment may be put to a vote until it has been previously published in final form in the minutes of one regular or special Association meeting. In the event the language of the proposed adoption or amendment is changed, the new language again must be published in final form in the minutes of a regular or special Association meeting. Bylaws and Standing Rules and/or amendments thereto shall become effective upon adjournment of the meeting at which adopted unless otherwise specified.

Automatic grammatical, punctuation, and correlation corrections in these Bylaws and Standing Rules which in no way alter the intent of the respective Bylaw or Standing Rule may be made with the approval of the Association officers.

ARTICLE 9 Dissolution

In order for Skyhaven Airpark to cease being an airpark, or the runway voted out, 100 percent of the members must agree.

ADOPTED: June 6, 2015

President, Craig Lynch

Vice-President, Bob Merrell

ATTEST: Secretary, Rosemary Leone

Amended: June 2015

Amended	June 6, 2015
Amended:	November 5, 2011
Amended:	November 17, 2010
Amended:	April 26, 2009
Amended:	November 9, 2008
Amended:	November 11, 2007
Amended:	June 23, 2007
Amended:	November 10, 2006

Standing Rules and Procedures

1. Two signatures are required for disbursement checks.
2. The Treasurer will deliver to the auditor the following items by January 15: all checks, bank statements for the previous year, general ledger and all supporting documents.
3. Past due notices for outstanding dues will be mailed on July 1. On September 1, when past due interest is applied, send a return-receipt letter/notice to the lot owner and include a charge equal to the cost of the return-receipt service in the statement balance.
4. Owners will not allow animals or pets to run loose on the runway at any time. For the first and second offense, owners will receive a written warning. On the third offense, the animal will be taken to the County animal shelter.
5. The lot owners of unkept lots will receive a verbal courtesy call, by the vice president or designee, prior to the two-week written notice by a return-receipt letter within the normal process of conducting business, before a non-member mows the lot. The lot owners will be billed \$250. All payments received will be deposited in the Association funds. From this fee the mower will be paid a negotiated amount with the remaining balance, if any, going to the Association. Unkept and unacceptable grass heights are defined as more than 12 inches tall for a lot with a home; more than 24 inches tall for an undeveloped, privately owned lot.
6. Legal Action: No legal action may be made on behalf of the Association without the approval of the membership by a two-thirds vote at a qualified meeting.
7. The process to resolve disputed issues concerning the Covenants or Bylaws within our membership will be:

A. All disputes related to Association business, or covenant related disputes (between and among property Owners) should be first discussed between and among the parties to the dispute. Should this initial discussion fail to resolve any dispute, the parties may submit the issues in writing to the Association Officers for intercession. Should the dispute involve the Association Officers, and it cannot be resolved after the initial discussion, the process should proceed to step "C" below.

B. The Association Officers will hear arguments from all parties and render a recommendation. If the parties fail to agree with the recommendation of the Association Officers, the dispute will immediately go to the City of Tulsa Mediator (currently known as Early Settlement) for mediation.

C. Should mediation fail to resolve the dispute, the participants in the dispute agree to engage in binding arbitration, at said parties' expense, and all participants agree to abide by the results of the binding arbitration. The prevailing party at the arbitration shall be entitled to reasonable attorney fees and costs of the arbitration. The binding arbitration shall take place in Washington County, use the American Arbitration Association (AAA) rules, and shall be heard by one arbitrator selected by the AAA who is well versed in the matter in dispute. The officers first will determine by majority vote among the officers whether a valid dispute exists that warrants involvement by the entire Association. The influence of the Association may not be used to address a private dispute between members. All action considered to resolve disputes will bear in mind the primary purpose of this Association as defined in

~~Article I of these Bylaws. In the event the officers achieve a majority opinion that a valid Association-wide dispute exists, the following steps will be followed:~~

- ~~B. A return receipt letter sent to the lot owner through the Association's normal process of conducting business. If after two weeks there is no resolution:~~
- ~~C. Two or three members, appointed by the Association Officers, but that are not officers, will talk with the lot owner concerning the issue. If after one week there is no resolution:~~
- ~~D. A Special Meeting will be called to consider action as provided by our Covenants and Bylaws.~~