

**THIRD AMENDED BYLAWS**  
**OAK PARK-NORTHWOOD NEIGHBORHOOD ASSOCIATION, INC.**  
**A TEXAS NON-PROFIT CORPORATION**

ARTICLE I  
ORGANIZATION

- A. The name of this organization is the Oak Park-Northwood Neighborhood Association, Inc., hereinafter called the ASSOCIATION.
- B. The ASSOCIATION is located in San Antonio, Bexar County, Texas and is bounded on the East by Harry Wurzbach Road, on the South by Eisenhower Road and Claywell Drive, on the West by Broadway and on the North by North East Loop 410, hereinafter called the AREA.
- C. The office of registered agent for the ASSOCIATION shall change from time to time and shall be updated and maintained with the Texas Secretary of State. The mailing address for the ASSOCIATION is P.O. Box 17093, San Antonio, Texas 78217.

ARTICLE II  
PURPOSES AND MEMBERSHIP

- A. The purpose and objective of this ASSOCIATION shall be to retain, preserve, and improve the character of the AREA by including, but not limited to, the following means:
  - 1. By making AREA residents aware by effective means of communication of important news and events that may affect their property, business, and/or quality of life.
  - 2. By making AREA residents aware by effective means of communication of any changes to the AREA that may affect their property, business, and/or quality of life.
  - 3. By organizing and supporting social events and other activities for residents to get to know each other better and to promote a sense of AREA community.
  - 4. By promoting by effective means of communication the character, charm, and heritage of the AREA.
  - 5. By organizing involvement in consideration of issues of planning and zoning within or near the AREA.
- B. The ASSOCIATION shall be nonsectarian, nonpartisan, and nonprofit. Membership is open to all individuals 18 years of age or older who reside in the AREA, own real property in the AREA, and/or own and/or operate a business located in the AREA.

- C. Dues for membership in the Association shall be voluntary. The Board of Directors of the ASSOCIATION, hereinafter called the BOARD, shall set and change as needed the amount of voluntary dues payable to the ASSOCIATION by its members. Payment of dues is not required for membership or for participation in the voting or activities of the ASSOCIATION. The voluntary dues shall be paid on an annual basis and shall not be prorated.

ARTICLE III  
OFFICERS AND DIRECTORS

- A. The BOARD shall be the governing body of the ASSOCIATION. The BOARD shall be authorized to publicly represent and speak on behalf of the ASSOCIATION and its membership before agencies, commissions or councils of government at all levels.
- B. The Board shall consist of four Officers, a President, a Vice-President, a Secretary, and a Treasurer and six Directors elected at large. The Immediate Past President may serve as an ex officio, non-voting member of the BOARD.
- C. The term of office for each Officer or Director shall be approximately one year from the Spring General ASSOCIATION Meeting to the next Spring General ASSOCIATION Meeting. An officer or director is eligible for re-election.
- D. All Officers and Directors shall assume their respective positions at the adjournment of the meeting during which they were elected. The duty and responsibility of each elected director shall be determined at the next BOARD meeting after which the director was elected.
- E. The President shall be the principal officer and preside at all BOARD and membership meetings. The President shall be spokesperson for the BOARD and the ASSOCIATION whenever possible. The President shall keep the BOARD reasonably informed of any communication on behalf of the ASSOCIATION.
- F. The Vice-President shall be prepared to substitute and fulfill all of the President's duties and responsibilities in the President's absence.
- G. The Secretary shall maintain the records of the ASSOCIATION and shall record the minutes of each BOARD and ASSOCIATION meeting and present the minutes for approval at the next BOARD or ASSOCIATION meeting.
- H. The Treasurer shall maintain the financial records of the ASSOCIATION, including the ASSOCIATION's records of revenue and expenditures. The Treasurer shall present a financial report of the ASSOCIATION at each BOARD and ASSOCIATION meeting. The financial records of the ASSOCIATION shall be available upon reasonable request by an ASSOCIATION member.

- I. Directors at large shall serve as committee chairs as needed and as appointed by the President, provide guidance and assistance in carrying out ASSOCIATION activities, and perform other duties as directed and requested by the BOARD.
- J. Three consecutive absences, without excuse, by an elected Officer or Director at large shall constitute a vacancy of office. The vacancy shall be filled in accordance with Article IV, Section B.

#### ARTICLE IV ELECTIONS

- A. Officers and Directors shall be elected at the Spring General ASSOCIATION meeting. A majority vote of the ASSOCIATION members present and voting shall constitute election to office.
- B. Vacancies in an elected Officer or Director at large position, with the exception of the President, shall be filled by a majority vote of the BOARD at the next meeting following the determination of the vacancy. If the President is unable to complete his or her term, the Vice-President shall immediately become the President for the unexpired portion of the term.
- C. ASSOCIATION members interested in running for elected Officer or Director at large position shall, at least ten (10) days prior to the Spring General ASSOCIATION meeting, indicate their interest and qualifications on the ASSOCIATION's website (currently opnna.org). Nominations from the floor at the Spring General ASSOCIATION meeting shall also be accepted.

#### ARTICLE V MEETINGS

- A. The BOARD will meet approximately every two months or as necessary to fulfill its responsibilities. BOARD meetings will be called by the President or may be called by any two BOARD members. Notices of BOARD meetings shall be on the ASSOCIATION's website.
- B. There shall be two general ASSOCIATION meetings per calendar year, one in the fall during the months of September, October, or November and one in the spring during the months of March, April, or May. Notices of ASSOCIATION meetings shall be on the ASSOCIATION's website; and any dues paying member that has not notified the ASSOCIATION of an email address shall receive notice by mail.
- C. A quorum of six (6) BOARD members shall be required at any BOARD meeting to conduct business.

ARTICLE VI  
RULES OF ORDER

The latest version of Robert's Rules of Order shall be the parliamentary authority for all matters not specifically covered by these Bylaws.

ARTICLE VII  
AMENDMENTS

Any amendment of these Bylaws shall be adopted by a two-thirds vote of the ASSOCIATION members present and voting at any general ASSOCIATION meeting or by any special meeting called for the sole purpose of considering amendments to the Bylaws.

ARTICLE VIII  
DISSOLUTION

In the event of the dissolution of this ASSOCIATION, the dissolution shall be in accordance with the laws of the State of Texas pertaining to Texas nonprofit corporations.

Bylaws ADOPTED October 1979, AMENDED February 1989, March 30, 1999, and October 23, 2014.

  
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Nancy Halyorson  
President