

## **ARTICLE V**

### Miscellaneous

Section 5.1 Contracts. The Board of Directors may authorize any officer or officers, agent or agents, of the Corporation to enter into any contract or execute and deliver any instrument in the name of and on behalf of the Corporation, and such authority may be general or confined to specific instances; and, unless so authorized by the Board of Directors or by these bylaws, no officer, agent or employee shall have any power or authority to bind the Corporation by any contract or engagement, or to pledge its credit or to render it liable pecuniarily for any purpose or to any amount.

Section 5.2 Checks, Drafts, etc. All checks, drafts or other orders for the payment of money, notes, or other evidence of indebtedness issued in the name of the Corporation shall be signed by such officers or employees of the Corporation as shall from time to time be authorized pursuant to these bylaws or by resolution of the Board of Directors.

Section 5.3 Depositories. All funds of the Corporation shall be deposited from time to time to the credit of the Corporation in such banks, trust companies, or other depositories as the Board of Directors may from time to time designate, upon such terms and conditions as shall be fixed by the Board of Directors. The Board of Directors may from time to time authorize the opening, and keeping with any such depository as it may designate, of general and special bank accounts, and may make such special rules and regulations with respect thereto, not inconsistent with the provisions of these bylaws, as it may deem expedient.

Section 5.4 Corporate Seal. The corporate seal shall be in such form as the Board of Directors shall approve, and such seal, or a facsimile thereof, may be impressed on, affixed to, or in any manner reproduced upon, instruments of any nature required to be executed by officers of the Corporation.

Section 5.5 Fiscal Year. The fiscal year of the Corporation shall begin July 1 and end on June 30 of each year unless a different year is specified by the Board of Directors.

Section 5.6 Resignation. Any director or officer may resign at any time. Such resignations shall be made in writing and shall take effect at the time specified therein or, if no time be specified, at the time of its receipt by the President or Secretary. The acceptance of a resignation shall not be necessary to make it effective, unless expressly so provided in the resignation.

Section 5.7 Acceptance of Gifts. The Executive Committee, by or through its duly appointed agents, may accept on behalf of the Corporation any unencumbered contributions, gift, bequest or devise for the general purpose or for any special purpose of the Corporation. All encumbered gifts, contributions, bequests or devises may be accepted by the Executive Committee subject to approval by the Board of Directors.

Section 5.8 Prohibition Against Sharing in Trust Earnings. No director, officer, employee, or member of a committee, or person connected with the Corporation, or any other private individual shall receive at any time any of the net earnings or pecuniary profit from the operations of the Corporation, provided, that this shall not prevent, the payment to any such person of such reasonable compensation for services rendered to or for the Corporation in effecting any of its purposes as shall be fixed by the Board of Directors; and no such person or persons shall be entitled to share in the distribution of any of the Corporation assets upon the dissolution of the Corporation. All directors shall be deemed to have expressly consented and agreed that upon such dissolution or winding up of the affairs of the Corporation, whether voluntary or involuntary, the assets of the Corporation, after all debts have been satisfied, then remaining in the hands of the Board of Directors shall be distributed, transferred, conveyed, delivered, and paid over, to such non-profit corporation having similar purposes to those of the Corporation, as the directors may designate.

Section 5.9 Exempt Activities. Notwithstanding any other provision of these bylaws, no director, officer, employee, or representative of this Corporation shall take any action or carry on any activity by or on behalf of the Corporation not permitted to be taken or carried on by an organization exempt under Section 501 (c)(3) ((or 501 (h), if appropriate)) of the Internal Revenue Code and its Regulations as they now exist or as they may hereafter be amended.

Section 5.10 Indemnification. The Corporation shall, to the full extent permitted by the laws of the State of Oklahoma, as amended from time to time, indemnify all directors, officers, and members whom it may indemnify pursuant thereto.

Section 5.11 Gender. Whenever the male gender is used in these Bylaws, inclusion of the female gender is also intended.