



**Constitution and By-Laws
of the
Association of Ex-Pupils®**

July 5, 2025

OSSO-OVCH MUSEUM OFFICERS

Chairperson*	3-year term
Vice-Chairperson*	2-year term
Vice-Chairperson for Community Engagement & Philanthropy*	3-year term
Treasurer*	3-year term
Secretary*	2-year term
Museum Manager/Curator*	3-year term
AXP® Social Representative appointed by the AXP® Social Board	2-year term
At Large*	3-year term
At Large*	2-year term

* Appointed by the AXP®

AXP® SOCIAL OFFICERS **Subsidiary of AXP®**

President	Elected for Two-Year Term
1 st Vice-President	Elected for Two-Year Term
2 nd Vice-President	Elected for Two-Year Term
Treasurer	Elected in Off Years for Two-Year Term
Financial Secretary	Elected in Even Numbered Years for Two-Year Term
Recording Secretary	Elected for Two-Year Term
Chaplain	Elected for Two-Year Term

STANDING COMMITTEE CHAIRPERSON

AXP® Social Representative	Appointed by President
Membership Secretary	Appointed by President

EXECUTIVE COMMITTEE

Three At Large Members appointed by the President each year to Three Year Term	
Up to three At Large Members may be appointed each year if needed	
Ex-Officio	Immediate Past President of the AXP® Social

CONSTITUTION AND BY-LAWS OF THE ASSOCIATION OF EX-PUPILS®

PREAMBLE:

WE HEREBY RESOLVE, that on June 14, 2025, the Board of the Association of Ex-Pupils® (AXP®), a nonprofit corporation organized under the laws of the State of Ohio and recognized as a tax-exempt entity under Section 501(c)(3) of the Internal Revenue Code, with an Employer Identification Number of 31-6056680, determined that, in the best interest of the organization and to further protect the principles and objectives outlined in Articles II and III, a new governance structure is necessary. To that end, the AXP® Board established two new governance divisions: the Ohio Soldiers' and Sailors' Children's Home/Ohio Veterans' Children's Home (OSSO-OVCH) Museum Board (AXP®) and the AXP® Social Board whose oversight shall be a newly designated AXP®.

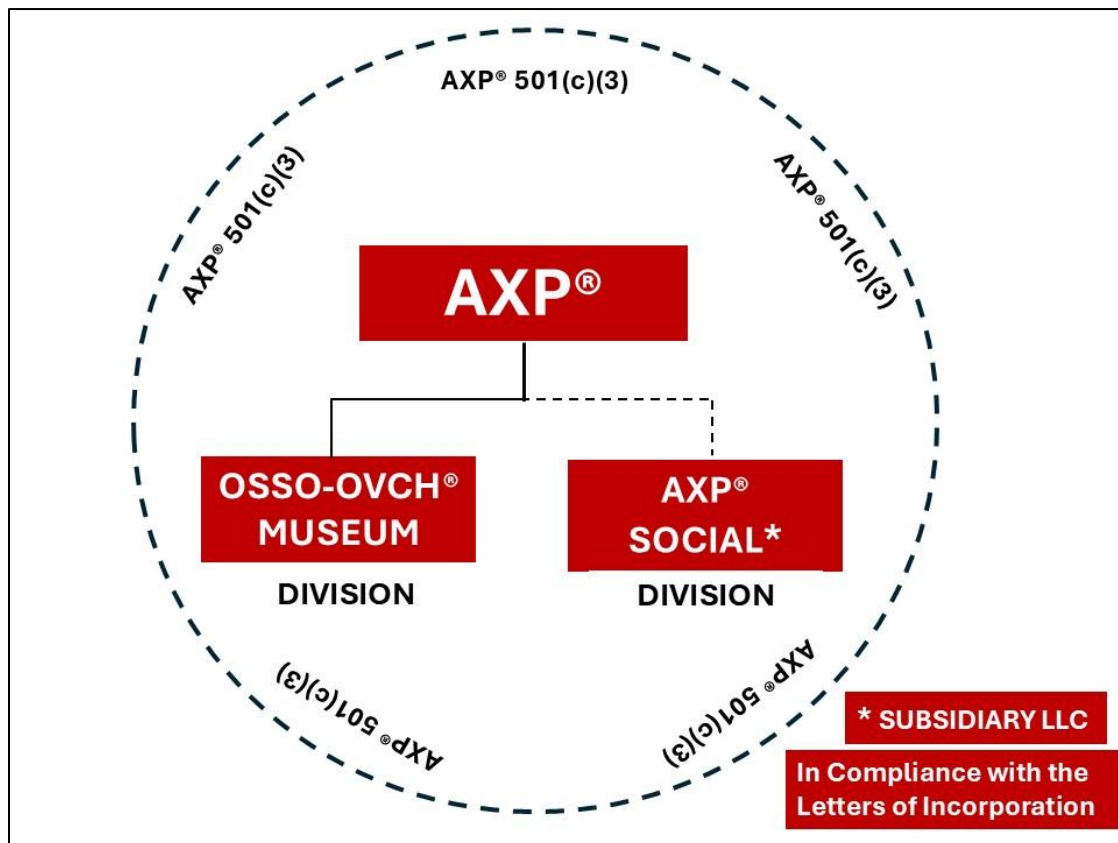
FOR LEGAL PURPOSES, the OSSO-OVCH Museum Board shall officially represent the AXP®. Its *primary* responsibility shall be the managing, operating and maintaining of the OSSO-OVCH Museum to ensure the sustainability of the Home's legacy in perpetuity. The 2024/25 AXP® Board will appoint the original members of the OSSO-OVCH Museum Board. Future positions on the OSSO-OVCH Museum Board will be appointed by the current members of the OSSO-OVCH Museum Board. Vacant positions will be posted in AXP® newsletters and social media platforms. Candidates shall be vetted by the OSSO-OVCH Museum Board prior to selection. The structure of the OSSO-OVCH Museum Board will be a combination of Ex-Pupils of the OSSO-OVCH and members of the community who have shown an interest in being vested in the Home's Legacy. However, to ensure the continuity of the OSSO-OVCH Museum Board, and thus the AXP®, due to the inevitable loss of the Ex-Pupil population, the composition of the OSSO-OVCH Museum Board will eventually be composed of those vested community members and possibly descendants of Ex-Pupils.

FURTHER, to ensure that the social activities of the former AXP® Board continue, the AXP® shall establish a subsidiary limited liability company (LLC) (AXP® Social) with its own governance structure with the primary responsibility to plan, organize, and execute all social activities that are inclusive within the Loyalty Fund (e.g. Membership, Newsletter, Directory, Christmas Dinner, Memorial Service, and Reunion, etc.).

RESOLVED FURTHER, that the AXP® is authorized to take all necessary immediate steps to form the LLC, including filing the required formation documents with the Ohio Secretary of State, adopting operating agreements, and ensuring all actions are consistent with applicable nonprofit and tax laws.

RESOLVED FURTHER, that any activities of the AXP® Social shall be aligned with the principles of Article II, Section 3. The AXP® Social shall be operated under the oversight of the AXP® to ensure compliance with the 501(3)(c) regulations and a permanent and consistent relationship with our landlord, Athletes in Action (AIA).

NOW, THEREFORE BE IT RESOLVED, that the AXP® Social shall have the governance and responsibilities outlined in Articles VII, VIII, IX, X, XI, XII, XIII, XIV, XV, XVII, XVIII, XIX, and XX. The AXP® shall have governance and responsibilities over the OSSO-OVCH Museum and AXP® Social as outlined in Article IV.



AXP® 501(c)(3)	OSSO-OVCH MUSEUM	AXP® SOCIAL
<ul style="list-style-type: none"> ▪ LEASE RENEWALS ▪ CHAPEL FACILITY USE AGREEMENT ▪ ASSURE COMPLIANCE WITH STATE TAX LAWS ▪ ENSURE COMPLIANCE WITH 501(C)(3) REGULATIONS ▪ MAINTAIN RELATIONSHIP WITH OUR LANDLORD, AIA ▪ PROVIDE OVERSIGHT TO AXP® SOCIAL ▪ MAINTAIN CONSTITUTION AND BY-LAWS 	<ul style="list-style-type: none"> ▪ MUSEUM FUND ▪ TOURS ▪ MAINTENANCE ▪ OPERATIONS ▪ DISPLAYS ▪ SECURITY ▪ STRATEGY ▪ AIA LIAISON ▪ COMMUNITY ENGAGEMENT ▪ GRANT APPLICATIONS ▪ SPECIAL EVENTS ▪ STRATEGIC COMMUNICATIONS ▪ CO-ADMINISTRATOR AXP® FACEBOOK AND AXP® WEBSITE 	<ul style="list-style-type: none"> ▪ MEMBERSHIP ▪ DUES ▪ LOYALTY FUND ▪ DIRECTORY ▪ NEWSLETTERS ▪ MEMORIAL DAY SERVICE ▪ REUNION ▪ CHRISTMAS DINNER ▪ BUILDING USE FOR EVENTS ▪ BENCHES ON CAMPUS ▪ CO-ADMINISTRATOR AXP® FACEBOOK AND AXP® WEBSITE

ARTICLE I: NAME

This organization shall be known as the Association of Ex-Pupils® (AXP®) of the Ohio Soldiers' and Sailors' Orphans' Home-Ohio Veterans' Children's Home; for business purposes our official name is OSSO-OVCH AXP®. The AXP® is an Ohio nonprofit corporation registered under the United States Internal Revenue Service as a 501(c)(3) organization with an Employer Identification Number of 31-6056680.

The following official identifiers for the organization: 'Association of Ex Pupils®', 'AXP®', 'osso-ovch axp®', the 'AXP® logo', are registered with the federal government and protected by provisions of the US Patent and Trademark Office (USPTO). As such these designations, or ones that may be confused as these, are protected by provisions of the USPTO and cannot be used by any person or persons without the expressed written consent of the AXP®. **Violators shall be subject to the full extent of the federal law. AXP® Social and OSSO-OVCH Museum are subsidiary to the AXP®.**

ARTICLE II: PRINCIPLES

Section 1: The AXP® was founded on "the firm belief in Almighty God and fully realize that it was under His beneficent providence that the OSSO-OVCH AXP®, consecrated to us by the service and blood of our fathers, was created to care for him who shall have borne the battle, for his widow and children."

Section 2: True loyalty to this, our Home, is based upon respect, devotion, and fidelity to its rules and regulations and to those who have served in training our lives.

Section 3: This AXP® was established to preserve childhood memories, sustain youth friendships, and maintain the OSSO-OVCH Museum to ensure the Home's legacy continues indefinitely.

ARTICLE III: OBJECTIVES

Section 1: To create in the minds of the Ex-Pupils of the OSSO-OVCH the desire to live so that the people of the State of Ohio will be proud, not only of the legacy of the Home, but of the boys and girls who have left its doors to become useful men and women.

Section 2: To reacquaint and keep in touch with as many of the Ex-Pupils of the OSSO-OVCH as possible and to encourage them to become members of the AXP® Social as well as to support the OSSO-OVCH Museum.

Section 3: To accomplish the principles set forth in Article II, all Ex-Pupils, their spouses and/or descendants, desiring to share in these worthwhile objectives, shall pay annual dues to AXP® Social per Article VIII of this constitution. The AXP® will accept contributions from all people interested in perpetuating the purposes and objectives of the AXP®. The AXP® will ensure that contributions to the AXP® Social and/or the OSSO-OVCH Museum will be distributed to the appropriate Fund.

OSSO-OVCH MUSEUM

ARTICLE IV: PURPOSE AND REPONSIBILITIES

Section 1. Purpose: a) To ensure that the legacy of the Home, the artifacts, and documents that represents it are preserved for generations to come within the OSSO-OVCH Museum; b) to provide a governance for both the Museum and oversight of the Social activities of the AXP® organization and, c) to maintain an effective and professional relationship with the Athletes in Action (AIA).

Section 2. Responsibilities: The primary responsibility of OSSO-OVCH Museum shall be for operating, maintaining, raising funds, conducting community engagement all of which to perpetuate the continuing existence of the legacy of the Ohio Soldiers' and Sailors' Orphans' Home/Ohio Veterans' Children's Home (the Home) and the structure that houses that legacy. The AXP® serves as the parent organization of the subsidiary AXP® Social and OSSO-OVCH Museum. In addition, the OSSO-OVCH Museum shall be the primary liaison with the AIA in issues related to the Museum.

ARTICLE V: OFFICERS, ELIGIBILITY, AND TERMS OF OFFICE

Chairperson*	3-year term
Vice-Chairperson*	2-year term
Vice-Chairperson for Community Engagement & Philanthropy*	3-year term
Treasurer*	3-year term
Secretary*	2-year term
Museum Manager/Curator*	3-year term
AXP® Social Representative appointed by the AXP® Social Board	2-year term
At Large*	3-year term
At Large*	2-year term

* Appointed by the AXP®

ARTICLE VI: DUTIES OF APPOINTED OFFICERS

CHAIRPERSON

Section 1: The Chairperson shall preside at all meetings of the OSSO-OVCH Museum and shall preserve order and decorum therein and enforce strict observance to the Constitution and By-Laws of the OSSO-OVCH AXP®. If there is a need to revise/amend the Constitution and By-Laws the Chairperson shall follow the directions listed in Article XX.

Section 2. The Chairperson shall work closely with the AXP® Social to ensure that lines of communication are always open and that the relationship between the OSSO-OVCH Museum and the AXP® Social is collegial and professional. To that end there shall be at least two meetings between both parties, one at the beginning of each fiscal year (August) and one mid-fiscal year (February) to review plans, address possible issues, and to establish an annual calendar of activities that may affect the Museum.

Section 3: The Chairperson shall appoint a committee to draft the Strategic and Business Plans for the Museum, and update it no less than every three years, then submit them for OSSO-OVCH Museum review and approval. The Chairperson shall direct the OSSO-OVCH Museum Board to review these plans annually on their anniversary.

Section 4: The Chairperson shall appoint all special committees, as necessary.

Section 5: The Chairperson shall, on behalf of the AXP®, request a renewal of the lease (with appropriate authorities) for the OSSO-OVCH Museum and surrounding grounds, at 890 North Wycliffe Drive, Xenia, Ohio, at least nine months prior to the expiration of the latest lease and shall ensure the AXP® complies with the requirements of the lease.

Section 6: The Chairperson shall, on behalf of the AXP®, renew (with appropriate authorities) the Chapel Facility Use Agreement for Collier Chapel, and shall ensure the AXP® complies with the requirements of the agreement.

Section 7: The Chairperson may initiate, at his/her discretion, action to remove any Board member who has missed two or more consecutive meetings or three or more meetings in a year without notifying the Chairperson and/or who meets the criteria for disciplinary actions in Article XII.

Section 8: The Chairperson shall, at the end of each year in office, compile a record of his/her year's work and provide such record to: a) the OSSO-OVCH Museum, b) the AXP® Social during its annual reunion, and c) on file in the Museum.

VICE-CHAIRPERSON

Section 1: The Vice-Chairperson shall preside in the absence of the Chairperson and shall serve as an aide to the Chairperson and assist the Vice-Chairperson for Community Engagement & Philanthropy. The Vice-Chairperson shall supervise the Museum Manager (Curator).

Section 2: The Vice-Chairperson shall lead the cultivation and recruitment of volunteers for special activities/events.

VICE-CHAIRPERSON FOR COMMUNITY ENGAGEMENT & PHILANTHROPY

Section 1. The Vice-Chairperson for Community Engagement & Philanthropy shall be responsible for initiating, planning and leading the execution of Community Engagement and Fundraising activities by developing protocols that aggressively reach out to the various local communities to introduce and/or reiterate: a.) the Home's story; b) the presence of our museum, and c.) our need for volunteers.

Section 2. The Vice-Chairperson for Community Engagement & Philanthropy shall develop and execute a continual comprehensive plan for fundraising and community engagement for the museum's operations and maintenance; to be presented to the OSSO-OVCH Museum Board for approval. The Vice-Chairperson for Community Engagement & Philanthropy will provide regular progress reports to the OSSO-OVCH Museum Board.

TREASURER

Section 1: The Treasurer shall receive all monies due to the OSSO-OVCH Museum Fund. The Treasurer shall keep an accurate account of all receipts and disbursements of OSSO-OVCH Museum Funds and present a copy of an up-to-date report to the OSSO-OVCH Museum at each meeting.

Section 2: The Treasurer shall disburse funds only upon receipt of a voucher. The voucher must be co-signed or electronically approved by the Chairperson (or the Vice-Chairperson when acting in place of the Chairperson) and another Board member. When the Chairperson is the recipient of funds distributed by a voucher, the voucher must be signed or electronically approved by another Board member.

Section 3: In an emergency situation, the Chairperson may authorize an expenditure of up to \$200; anything over \$200 must have OSSO-OVCH Museum Board approval. Every expenditure must be approved with a voucher signed or electronically approved by the Chairperson or Vice-Chairperson.

Section 4: All monies designated to the OSSO-OVCH Museum shall be placed in an FDIC or NCUA insured bank in the State of Ohio, in the accounts of the OSSO-OVCH AXP®.

Section 5: The one set of books maintained by the Treasurer shall be audited once a year in June.

Section 6: The Treasurer shall be bonded by a reliable bonding company. The Treasurer shall obtain a bond, or bonds, covering all members of the OSSO-OVCH Museum Board responsible for receiving or disbursing OSSO-OVCH Museum monies. Bonding to be furnished from August 1st to July 31st in a reasonable amount paid for by the AXP®.

Section 7: The Treasurer shall have the OSSO-OVCH Museum Account checkbook in his/her possession at each meeting of the OSSO-OVCH Museum Board.

SECRETARY

Section 1: The Secretary shall prepare minutes of all OSSO-OVCH Museum meetings. He/she shall perform the duties assigned by the OSSO-OVCH Museum Board and/or the Chairperson.

Section 2: The Secretary shall maintain all OSSO-OVCH Museum meetings in audio and hard copy format as well as all general OSSO-OVCH AXP® correspondence and keep a copy of said documents in the OSSO-OVCH Museum. He/she shall have in his/her possession at each meeting a copy of the minutes of the last OSSO-OVCH Museum Board meeting and a copy of the AXP® Constitution and By-Laws.

Section 3: The Secretary shall co-administer the AXP® Website and the AXP® Facebook page.

MUSEUM MANAGER (CURATOR)

Section 1: The Museum Manager is either an appointed position for three years or a part-time paid staff position (Curator). This position reports to the Vice-Chairperson. In either case, the individual is responsible for: a) accounting for all documents and artifacts; b) appropriate displays of memorabilia; c.) scheduling of the Museum's open hours and group requests for visits; d.) developing a cadre of

volunteers for various required functions; and e.) notifying the OSSO-OVCH Museum Board of any necessary repair and maintenance requirements for the Museum.

Section 2: The duties of the Museum Manager (Curator) are:

1. The day-to-day operations of the Museum.
2. Accepting donations of items, logging them into the inventory, and placing them on display when appropriate
3. Creating accession forms and using PastPerfect software as the method for maintaining and managing the Museum's collections and inventory.
4. Providing for cleaning and light maintenance inside and outside of the Museum
5. Maintaining a weekly schedule of open hours for the museum, as well as for tours, special functions and for Reunion.
6. Overseeing volunteers performing periodic museum maintenance including but not limited to painting and artifact rotation.
7. Ensuring that the Athletes in Action staff conducts appropriate lawn care including but not limited to weeding, mulching, mowing, leaf removal, and snow removal (sidewalks) in accordance with the latest lease agreement.
8. Work closely with the Vice-President for Community Engagement & Philanthropy to increase revenue and interest in the Museum.
9. Prepare an annual maintenance and repair items list for inclusion in the Museum's budget.

Section 3. Museum Maintenance and Construction Projects. Per the provisions of the AXP® Museum Lease Agreement, all responsibility for the upkeep of the Museum lies with the AXP®. The following procedures outline the steps to be taken for performing tasks on the museum to ensure that the work is fair, reasonable, and responsible.

1. For emergency work: the individual who notices what, in their judgement, is an emergency shall contact the Museum Manager immediately. If the Museum Manager is unavailable, the person should contact the Chairperson and Treasurer to obtain authorization to act on the emergency. In all cases, prudent judgement should be exercised so as not to over obligate the AXP®.
2. For planned construction and maintenance work: the Museum Manager shall provide recommendations for minor, major and new construction/repair in consultation, if possible, with volunteer AXP® and/or Community members with building construction experience. These recommendations will form the basis for bid packages and should not be seen as a guarantee for the selection of the volunteer consultant(s) for the work. It also does not preclude the volunteer from bidding on the work.
3. Once authorized by the OSSO-OVCH Museum Board, the Museum Manager or the OSSO-OVCH Museum designee will seek bids for the work. All efforts shall be made to obtain at least two bids. The bids will be evaluated by the Museum Manager and/or designees for lowest, responsible bid. It is important to note that the lowest bid is not always the responsible bid. At no time should routine construction and maintenance work be committed without the expressed consent of the OSSO-OVCH Museum. The bid evaluations shall be brought to the OSSO-OVCH Museum Board in a timely manner so they can be voted on and planned for execution with the full awareness of the OSSO-OVCH Museum Board in a timely manner.

4. There shall be a five percent retention for all work over \$1,000.00. Retention shall be released to the contractor upon completion of all work including punch list items. Any work planned that will take place outside of the museum's structure, and/or that requires area utility outages or that requires heavy equipment to enter the Home's campus, shall be coordinated with Athletes In Action (AIA) at the beginning of each fiscal year. Before construction begins the AIA shall be contacted not less than 24 hours before construction starts or in accordance with the AIA policies and procedures.

Section 4: Any and all items, be they documents, artifacts, photographs, equipment and/or software purchased by and/or donated to the AXP®, in either perpetuity or temporarily, shall be considered the property of and controlled by the OSSO-OVCH Museum and managed by the Museum Manager. Removal of any of the aforementioned items, either temporally or permanently, shall not be allowed without the approval of the OSSO-OVCH Museum Board. No individual or group of individuals can assume any level of ownership of said items without the expressed written consent of the OSSO-OVCH Museum Board unless such provision(s) is designated by the donor in writing. Any violation of this policy shall be considered a theft from the AXP®, and this action(s) shall be addressed by law enforcement.

AXP® SOCIAL REPRESENTATIVE

Section 1: The AXP® Social Representative is appointed by the AXP® Social Board as a member of the OSSO-OVCH Museum and has full privileges and voting rights for that organization. He or she is responsible for liaising with the OSSO-OVCH Museum on AXP® Social activities and any issues/concerns with the AIA.

AT LARGE POSITIONS

Section 1: Individuals who are assigned by the Chairperson to provide support to executive staff for various special projects.

AXP® SOCIAL

The AXP® Social is a subsidiary of the AXP® responsible for: a) planning and executing the social activities for the AXP® membership; b) managing the Loyalty Fund; c) managing the membership database; d) updating and distributing the Membership Directory every other even year; e) developing and distributing semiannual newsletters to AXP® members; f) providing a co-administrator for the AXP® Website and the AXP® Facebook page; and g) tracking the serious illnesses and deaths of all ex-pupils and their families.

ARTICLE VII: OFFICERS, ELIGIBILITY, AND TERMS OF OFFICE

President	Elected for Two-Year Term
1 st Vice-President	Elected for Two-Year Term
2 nd Vice-President	Elected for Two-Year Term
Treasurer	Elected in Off Years for Two-Year Term
Financial Secretary	Elected in Even Numbered Years for Two-Year Term
Recording Secretary	Elected for Two-Year Term
Chaplain	Elected for Two-Year Term

STANDING COMMITTEES

Ex-Officio	Appointed by President
Membership Secretary	Appointed by President
Auditing Committee.....	Appointed by President
Loyalty Committee.....	Appointed by President
Nominating Committee.....	Appointed by President

EXECUTIVE COMMITTEE

Three At Large Members appointed by the President each year to Three-Year Term	
Up to three At-Large Members may be appointed each year if needed	
Ex-Officio	Immediate Past President of the AXP® Social

ARTICLE VIII: MEMBERSHIP AND DUES FOR THE AXP® SOCIAL

Section 1: There shall be six (6) classifications of membership in the AXP®.

a. Active Member: Any Ex-Pupil of the Home who is willing to comply with the Constitution and By-Laws of the OSSO-OVCH AXP®, and upon payment of the annual dues, shall be considered an Active Member of the AXP® and shall be entitled to all the privileges thereof, including making motions, voting, holding elected office, and receiving correspondence from the Association.

b. Inactive Member: Any Ex-Pupil of the Home who has not paid annual dues to the AXP® shall be considered an Inactive Member of the AXP® and shall not be entitled to the privileges thereof, including making motions, voting, holding elected office, and receiving correspondence from the Association.

c. Associate Member: A spouse and/or descendant (age 18 and above) of an Ex-Pupil or retired or former employee in good standing shall be, upon payment of the annual dues, designated an Associate Member. They will be entitled to full AXP® membership privileges including making motions, voting, holding elected office, **with the exception of President**, and receiving correspondence from the Association.

d. Junior Associate Member: All family of Ex-Pupils and Associate Members who are under 18 years old shall be entitled to membership without paying annual dues. They cannot make motions, vote or hold elected office.

e. Community Members: Individuals, aged 18 and above in good standing, who demonstrate a desire to help fulfill the principles and objectives of the AXP® may apply for membership. A membership application must be completed and approved by the AXP® Social Board. Upon approval and payment of the annual dues, Community Members shall be entitled to all privileges thereof **with the exception of holding the position of President**. They also will be allowed to serve on the Board in an appointed position.

f. Honorary Members: This membership is granted to individuals who are proven to be people of outstanding character, dedicated leaders, and champions of the spirit of the legacy of the OSSO-OVCH AXP®. Nominees for Honorary memberships shall be evaluated by the Board then, if they meet the criteria herein, they are granted this membership by the AXP® Social Board. This is a position of honor and respect and must be treated as such **by the designee** by maintaining the highest level of decorum and dignity **or this membership designation shall be revoked by the AXP® Social Board. With the exception of the office of the President**, they shall be entitled to all other privileges of an Associate Member but shall not be responsible to pay membership dues unless they choose to run for an elected position. They must participate in an AXP® Social activity no less than once every two years unless there are extenuating circumstances, or this privilege shall be revoked.

Section 2: Dues: The annual dues for Active Membership and Associate Membership shall be fixed by the AXP® Social each year and shall become effective and valid the first day of the AXP® fiscal year (August 1st to July 31st) following said action.

Section 3: A Directory of Ex-Pupils (names, both physical and e-mail addresses, phone numbers, etc.) shall be distributed to Active Members at no cost. This document will not be available to Inactive Members. The AXP® Directory shall be updated every other even year.

Section 4: Badges: Membership badges will be issued upon registration for the annual Reunion and shall signify the payment of dues. This badge is required for participation in meals, meetings and other activities of the AXP®. Both the OSSO-OVCH Museum Chairperson and the AXP® Social President shall have the authority to issue complimentary badges to invited guests of the AXP®.

ARTICLE IX: ELECTED OFFICERS, ELIGIBILITY, AND TERMS OF OFFICE

Section 1: The elected officers of the AXP® Social shall be a President, a First Vice-President, a Second Vice-President, a Treasurer, a Financial Secretary, a Recording Secretary, and a Chaplain.

Section 2: Any Active Member of the AXP® in attendance at the annual Reunion is eligible to serve in any office if present at the time of election, or if they have indicated in writing to the AXP® Social their desire to serve. Any Associate Member of the AXP® in attendance at the annual Reunion is eligible to serve in any office with the exception of President if present at the time of election, or if they have indicated in writing to the AXP® Social Board their desire to serve.

Section 3: The President, First Vice-President, Second Vice-President, Recording Secretary, and Chaplain shall be nominated and elected for two-year terms. The Treasurer shall be nominated and elected in odd numbered years for a two-year term. The Financial Secretary shall be nominated and elected in even numbered years for a two-year term.

ARTICLE X: ELECTION OF OFFICERS

Section 1: At the first regular meeting of the AXP® Reunion, the Second Vice President shall present the list of candidates. After the Second Vice President has presented the list of candidates, the President shall call for nominations from the floor. Any nominees from the floor shall verbally complete the "Nomination for Board Position Questionnaire" immediately after being nominated. The nominations will then be closed for the first regular meeting and the President shall declare that the official voting body will be the AXP® members present at the second regular meeting.

Section 2: Election of officers shall take place during the second regular meeting after repeating the process in Section 1.

Section 3: Ballots shall be printed according to the Australian ballot system, with the names from the Nominating Committee on the ballot and blank lines for those nominated from the floor.

Section 4: The Nominating Committee shall distribute, collect, and count the ballots. Ballots shall be given to Active, Associate, Honorary, and Community Members only.

1. All ballots must be marked clearly, so as to show the voter's clear intent, or will not be counted.
- b. The President shall cast a ballot only for the purpose of breaking a tie vote.
- c. After all ballots are marked and collected, the President shall say, "Have all balloted who wish to? If so, I declare the balloting closed."

Section 5: The Nominating Committee shall count the ballots and give the results to the President who declares elected the candidates receiving the largest number of votes.

ARTICLE XI: DUTIES OF ELECTED OFFICERS

PRESIDENT

Section 1: The President shall preside at all meetings of the AXP® Social; preserve order and decorum therein and enforce strict observance to the Constitution and By-Laws of the OSSO-OVCH AXP®.

Section 2: The President shall appoint a staff which shall serve only for the President's term of office.

Section 3: The President shall appoint members to the Executive Committee to serve unfulfilled terms as the need arises.

Section 4: The President shall appoint all special committees unless the rule is suspended by a majority vote of the AXP® Social.

Section 5: The President may initiate, at his/her discretion, action to remove any Executive Committee member who has missed two or more consecutive meetings or three or more meetings in a year without notifying the President.

Section 6: The President shall, at the end of each year in office, compile a record of his/her year's work and provide such record on file in the Museum.

FIRST VICE-PRESIDENT

Section 1: The First Vice-President shall preside in the absence of the President and shall serve as an aide to the President.

Section 2: The First Vice-President shall be Chairperson of the Christmas Committee.

Section 3: The First Vice-President shall be Chairperson of the Annual Reunion and shall coordinate all facets of the Reunion.

Section 4: The First Vice President shall be the Co-Chair of the Memorial Day Service with the Chaplain.

SECOND VICE-PRESIDENT

Section 1: The Second Vice-President shall preside in the absence of the President and the First Vice-President and shall serve as an aide to these officers.

Section 2: The Second Vice-President shall be the Chairperson of the Nominating Committee.

Section 3: The Second Vice-President shall be the Chairperson of the Loyalty Committee.

TREASURER

Section 1: The Treasurer shall receive all monies due to the AXP® Social. The Treasurer shall keep an accurate account of all receipts and disbursements of AXP® Social funds and present a copy of an up-to-date report to the AXP® Social at each meeting.

Section 2: The Treasurer shall disburse funds only upon receipt of a voucher. The voucher must be signed or electronically approved by a Board member and the President. When the President is the

recipient of funds distributed by voucher, the voucher must be signed or electronically approved by another elected Board member.

Section 3: All monies belonging to the AXP® Social shall be placed in an FDIC or NCUA insured bank in the State of Ohio, in the accounts of the OSSO-OVCH AXP®.

Section 4: The one set of books maintained by the Treasurer shall be audited once a year in June and not later than the first day of Reunion.

Section 5: The Treasurer shall be bonded by a reliable bonding company. The Treasurer shall obtain a bond, or bonds, covering all members of the AXP® Social Board responsible for receiving or disbursing OSSO-OVCH AXP® monies. Bonding to be furnished from August 1st to July 31st in a reasonable amount paid for by the AXP®.

Section 6: The Treasurer shall have the OSSO-OVCH AXP® Social account checkbook in his/her possession at each meeting of the AXP® or the AXP® Social.

FINANCIAL SECRETARY

Section 1: The Financial Secretary shall keep an accurate account of all receipts and disbursements of the AXP® Social. The one set of books maintained by the Treasurer/Financial Secretary shall be audited once a year and not later than the first day of Reunion.

Section 2: In accordance with the State of Ohio law, the Financial Secretary must be a resident of Ohio.

Section 3: The Financial Secretary shall have OSSO-OVCH AXP® vouchers in his/her possession at each meeting of the AXP® or the AXP® Social.

RECORDING SECRETARY

Section 1: The Recording Secretary shall prepare minutes of all AXP® Social and Membership meetings. He/she shall perform the duties assigned by the AXP® Social and/or the President.

Section 2: The Recording Secretary shall maintain all AXP® Social minutes and keep a copy of such minutes in the AXP® Museum. He/she shall have in his/her possession at each meeting a copy of the minutes of the last monthly AXP® Social meeting and a copy of the Constitution and By-Laws.

CHAPLAIN

Section 1: The Chaplain shall officiate at the opening of AXP® Social meetings and shall arrange a Memorial Service at Reunion for deceased members in the current fiscal year.

Section 2: The Chaplain shall, to the best of his/her ability, maintain an accurate list of deceased and seriously ill members.

Section 3: The Chaplain shall be the Co-Chair of the Memorial Day services with the First Vice-President.

ARTICLE XII. DIRECTED DISMISSAL OF MEMBERS OF THE BOARD

The officers and appointed individuals serve as fiduciaries and are thus held to a high standard of conduct and care.

Section 1: There may be cases in which it is necessary to seriously consider dismissing members of the AXP® Social. In cases where the majority of the AXP® Social Board believes that the actions of an elected or appointed Board member do not meet the spirit and expectations of a representative of the AXP® membership and/or violates Robert's Rules of Order for decorum and etiquette, that member may be dismissed with or without cause. Examples of such actions include but are not limited to: a) failure to meet the obligations of the position appointed or voted into; b) actions that incite unnecessary disruption and conflict among Board members; c) illegal and/or unethical behavior; d) actions that bring embarrassment and discredit to the AXP®

Section 2: The procedure for such dismissal follows:

a. For President-Appointed AXP® Social Board members. Actions by an appointed AXP® Social Board member prompting concern(s) are brought to the attention of the President (unless those concerns were observed by the President). After evaluating the situation based purely on the facts and speaking to the accused, the President shall bring the issue to the AXP® Social in closed session where the President shall explain his/her intentions to dismiss or not dismiss the accused. If the President's decision is to dismiss, he or she shall then offer the accused member the option to resign versus being dismissed. If the accused member accepts the resignation option, the President shall accept it, and the resignation shall be effective immediately. If the accused member refuses to accept the resignation option, the President is authorized to dismiss the individual immediately.

b. For elected members. Actions by an elected AXP® Social Board member that prompts concern are brought to the attention of the President (unless those concerns were observed by the President) or the First Vice-President if the accused is the President. After evaluating the situation based purely on the facts and speaking to the accused, in a closed session and by simple majority vote, the President shall be authorized to issue a warning to the accused that if the actions prompting this procedure continue, the AXP® Social Board shall be authorized to dismiss the accused member immediately without any further deliberations.

c. In either case, when a dismissal or resignation is decreed, all items, documents, recordings, keys, business cards, debit cards, etc. shall be turned over to the President or designated representative immediately. Additionally, the individuals shall not, in any way, represent themselves as an AXP® Social Board member.

ARTICLE XIII: AXP® SOCIAL MEETINGS

Section 1: The Reunion of the OSSO-OVCH AXP® shall be held annually, in June or July, at such times as the AXP® Social deems appropriate.

Section 2: The first Regular Meeting of the AXP® shall be held the afternoon of the first day of each Reunion. At this meeting the following shall be the order of business:

1. Opening of the meeting by the AXP® Social President
2. Prayer given by the Chaplain, and the Pledge of Allegiance to the American Flag
3. Reading and approval of the minutes of the business meetings of the previous year's Reunion
4. Reports from Elected Officials
5. Reports of standing committees
6. Reports of special committees
7. Unfinished business
8. New business
9. First review of any proposed amendments to the Constitution and By-Laws
10. Appointment of Resolution/Recommendations Committee for enhancement of the AXP®
11. Report from Nominating Committee
12. Nominations from the floor
13. Recess

Section 3: The second regular meeting of the AXP® shall be held the afternoon of the second day of the Reunion. At this meeting the following shall be the order of business:

1. Opening of the meeting by the AXP® Social President
2. Prayer given by the Chaplain, and the Pledge of Allegiance to the American Flag
3. Reading and approval of the minutes from the previous meeting
4. President's Annual Report
5. Final review of any proposed Amendments to the Constitution and By-Laws
6. Vote on the proposed amendments
7. Election of officers
8. Suggestions for the good of the AXP®
9. Election Results
10. Recess

Section 4: A third meeting of the AXP® may be held the morning of the third day of the Reunion, if called by a majority vote of the AXP® Social. No business shall be transacted except that for which the meeting was called.

MEMBERSHIP SECRETARY

Section 1: The Membership Secretary shall be appointed by the AXP® Social President to a term that coincides with that of the AXP® Social President.

Section 2: The duties of the Membership Secretary are:

1. Maintaining permanent membership records of all Ex-Pupils and Associates
2. Issuing an official membership badge at Reunion to all paid members
3. Editing and mailing of the AXP® Directory every other year on the even year

Section 3: The Membership Secretary shall be bonded by a reliable bonding company. Bonding to be furnished from August 1st to July 31st in a reasonable amount paid for by the AXP®.

Section 4: The Membership Secretary participates in meetings of the AXP® Social.

ARTICLE XIV: EXECUTIVE COMMITTEE

Section 1: There shall be an Executive Committee. Nine (9) of the members shall be appointed to three (3) year terms. The terms of office shall be staggered such that, in any given year, three new members are to be appointed. (Refer to Section 3 & 4)

Section 2: One member shall be the immediate past President of the AXP® who shall be the Ex-Officio Officer of the AXP® Social.

Section 3: Up to three (3) at-large members may be appointed by the President each year, if needed, to serve one-year terms.

Section 4: Executive Committee appointments shall be made so as to give representation to different eras (decades) of Ex-Pupils. Any AXP® member wanting to serve the Association in this capacity should make his/her intentions known to the President.

Section 5: When the need arises, any unfilled term of an Executive Committee member shall be filled by appointment of the President.

Section 6: Executive Committee members shall attend all AXP® General Membership and AXP® Social Board meetings. Executive Committee members shall notify the President when they are unable to attend a meeting. Missing two or more consecutive meetings or three or more meetings in a year, without notifying the President, may result in action by the AXP® Social to replace the member.

ARTICLE XV: AXP® SOCIAL BOARD

Section 1: The AXP® Social Board is comprised of Elected Officers, Standing Committee Chairpersons, and the Executive Committee. If a webmaster is appointed by the President, that person shall be a part of the AXP® Social Board as well.

Section 2: Between general AXP® Social meetings, the government and management of the AXP® Social shall be entrusted to the AXP® Social Board. All proceedings of the AXP® Social Board shall be made available at the next general meeting of the AXP® Social Board.

Section 3: Special meetings of the AXP® Social Board may be called by the President at any time, when, in his/her judgment, it is deemed necessary, provided each member of the AXP® Social Board has been given notice.

Section 4: All members of the AXP® Social Board shall have a vote in the decision-making process of the Board. A majority of AXP® Social Board members shall constitute a quorum for the transaction of all business.

Section 5: The AXP® Social Board may remove or replace any Executive Committee member by a simple majority vote during an official AXP® Social Board meeting provided said member has missed two or more consecutive meetings or three or more meetings in a year without notifying the President.

Section 6: All members of the AXP® Social Board are eligible for reimbursement of expenses approved by the AXP® Social Board.

Section 7: The AXP® Social Board will have the responsibility to ask unapproved solicitors to discontinue illegal sales during any and all AXP® events including Reunion. Violators will be asked to leave.

Section 8: During the course of any and all events, all By-Laws and/or rules pertaining to the Athletes in Action/Legacy Christian Academy campus will be respected, honored and maintained. Any person(s) who violates these By-Laws or rules, and/or whose conduct is unbecoming of a reasonable person, and/or becomes verbally abusive, and/or threatens any person or person(s) with bodily harm, will be asked to leave the event and the campus. If violators refuse to leave, the local authorities will be called to escort them from the event and off the grounds.

ARTICLE XVI: STANDING COMMITTEES

Section 1: Auditing Committee. The Audit Committee shall have the responsibility of conducting one audit per year. This annual audit shall be conducted at the end of each fiscal year and presented to the AXP® Social Board and the OSSO-OVCH Museum Board for approval in anticipation of a presentation to the General AXP® Membership meeting during each Reunion. The Audit Committee Chairperson, an AXP® member in good standing, will be appointed by the President for a two-year term. This person shall have knowledge of the best practices of accounting and bookkeeping, and preferably, but not mandatory, a working knowledge of the financial management of the AXP®. Each year, the Audit Committee Chairperson will nominate two AXP® Social members for approval by the AXP® Social Board.

Section 2: Loyalty Committee. The AXP® Social President shall appoint a Loyalty Projects Committee, which shall include the Second Vice-President as Chairperson, whose duty it shall be to present worthwhile projects to the AXP® for consideration and to ensure the completion of such approved projects.

Loyalty sales for all events, including Reunion, shall be the sole responsibility of the AXP® Social Board. Solicitations of any kind will not be allowed unless first approved by the AXP® Social Board. Any and all unapproved solicitors will be given a notice to discontinue. Upon second notice, solicitors will be asked to leave the event and grounds. If violators refuse to leave, the local authorities will be called to help escort them from the event and off the grounds.

Section 3: Nominating Committee. The President shall select a Nominating Committee that will be led by the Second Vice-President, no later than 70 days prior to the first regular meeting of the AXP® annual Reunion. This Committee will seek candidates from the dues paying membership for positions that are to be voted on during the Reunion of that year. No person seeking an elected office will be allowed on the Nominating Committee with, exception of the Second Vice-President. However, the Second Vice-President shall only oversee the Committee and not participate in the voting process. Candidates for office shall provide the Second Vice-President with a completed brief form that includes their name, class or status, a brief summary of their qualifications and the basis for their interest. The Second Vice-President will compile all of the candidates' information and provide it to all dues paying members prior to the first regular meeting at the annual Reunion. The Nominating Committee shall distribute, collect, and count the ballots during the AXP® Reunion. Ballots shall only be given to Active, Associate, Honorary and Community Members.

ARTICLE XVII: FUNDS

Session 1. All expenditures of the AXP® Social must be approved by the AXP® Social Board.

Session 2. If AXP® Social does not have a viable governance structure and is thus declared defunct by the AXP®, the funds remaining in the Loyalty Fund shall be transferred to the Museum Fund.

ARTICLE XVIII: AXP® FISCAL YEAR

The fiscal year (tax period) of the AXP® shall be August 1st to July 31st.

ARTICLE XIX: AXP® PARLIAMENTARY AUTHORITY

Robert's Rules of Order Newly Revised shall govern the AXP® when applicable and when they are not in conflict with the By-Laws and Constitution.

ARTICLE XX: AXP® AMENDMENTS

Section 1: Both the OSSO-OVCH Museum (AXP®) Board and the AXP® Social Board have the authority to amend, alter, and/or revise the specific Articles relevant to their organization and/or areas of responsibilities (OSSO-OVCH Museum: Articles I-VI and XVIII-XXI; AXP® Social: Articles I-III, VII-XXI) so long as they meet the process outlined in Section 2 of this Article.

Section 2: This Constitution and By-Laws, dated June 14, 2025, may be reversed, amended, altered or revised by a two-thirds (2/3) vote of the members present at any regular or special meeting of the AXP® divisions (i.e. OSSO-OVCH Museum Board and AXP® Social) provided the proposed amendment, alteration and/or revisions have been submitted and read at a regular or special AXP® Social Board and/or an OSSO-OVCH Museum Board meeting prior to the meeting at which the voting is taking place. All amendments must receive approval from the AXP® before presenting the proposed amendments at the Reunion Regular Meetings.

Section 3: The decision of the AXP® on any amendment, alteration or revision to the Constitution and By-Laws may be reversed by a two-third (2/3) vote of the members of the AXP® present and voting at the second Regular Meeting of the Reunion. Only AXP® **paid** members are allowed to participate and vote in the Regular Meetings of the Reunion.

Section 4: In the event that AXP® Social is no longer a viable organization, the AXP® shall amend the Constitution and By-Laws immediately to reflect this change and direct the outgoing AXP® Social Board to transfer all appropriate documents, equipment, and Loyalty Funds to the OSSO-OVCH Museum Board.

ARTICLE XXI: DECLARATION

We who subscribe to the Constitution and By-Laws of the OSSO-OVCH AXP®, do so honestly and in good faith, and will steadily adhere to and sustain its principles, and will in good spirit and word faithfully carry out its objectives.