

CONSTITUTION

THE OHIO STATE UNIVERSITY ARMY ROTC ALUMNI SOCIETY

Article I - Name

The name of this organization is The Ohio State University Army ROTC Alumni Society, (hereafter Society).

Article II - Objective and Goals

This Society is formed to promote the advancement of Ohio State University Army ROTC by providing fellowship and the furtherance of professional relationships among the alumni, students, faculty, staff and friends of the Society. It shall be an integral part of the Ohio State University Alumni Association, Inc. (hereafter referred to as the Association), the official alumni organization of The Ohio State University (hereafter referred to as the University). The Society will also promote and support the mission of the Association,

Article III — Membership and Dues

Section 1: **Regular Members.** All persons who hold degrees awarded by the University including associate, bachelor, professional graduate and honorary degrees or are medical resident graduates from the University who were a part of /member of/or identified with the Army ROTC program or the Society for a minimum of one year are eligible for regular membership in the Society and may hold office and vote on matters of the Society.

Section 2: **Honorary Members.** Such non-alumni, who by their interest and activity have distinguished themselves by their work for the Society, may be entitled to honorary membership by special action of the Board of Governors of the Society. Honorary members may not hold office but are eligible to vote on matters of the Society as determined by the Board of Governors of the Society.

Section 3: **Associate Members.** Such non-alumni who express an interest in membership in the Society may be granted associate membership in the Society. Associate members may not hold office but are eligible to vote on matters of the Society as determined by the Board of Governors of the Society. Such associate members may include:

- a. Parents of regular and *ex-officio* members.
- b. Parents of current and former OSU Army ROTC cadets.

c. Former OSU Army ROTC cadets who do not qualify for regular membership and their parents.

d. Spouses of regular, *ex-officio*, and associate members.

e. Friends of OSU Army ROTC Society members and any person not falling within any of the above categories, who shares and supports the Objectives and Goals of the Society.

Section 4: Membership is defined as having membership dues paid for the current year. Dues shall be set by the Board, and shall be reviewed annually. No dues shall be required of *ex-officio* members, unless such members also apply for membership in another category.

Article IV – Officers

The officers of the Society shall consist of President, Vice President, Secretary, and Treasurer, all of whom must be Active Members of the Association. The duties of the officers are such as are generally exercised by such officers, and the Board of Governors may assign any such additional duties as to them respectively from time to time.

Article V – Duties of Officers

Section 1: President: The President shall preside over all meetings of the Society, shall be the chairperson of the Board of Governors, and shall be an *ex-officio* member of all committees

Section 2: Vice President: In the absence or disability of the President, or at his/her request, the Vice President shall perform the duties of the President. If the office of President becomes vacant, he/she shall become President for the unexpired term. The Vice President shall serve as the Chair of the Meetings and Programs Committee.

Section 3: Secretary: The Secretary shall have the custody of the names and addresses of the alumni and other persons eligible for membership provided by the Association. The Secretary shall record all changes, notifying the Association immediately any additions or corrections to the list. The Society shall not release the list for political, personal or commercial purposes. Any person violating this policy is subject to expulsion from office by the Board of Directors of the Association. Release of the list shall be made only upon approval of the Association, subject to the constitution of the Association. The Secretary shall serve as the Chair of the Membership Committee. The Secretary shall send out all notices of

meetings and shall send reports of all meetings and activities of the Society to the Association. The Secretary shall keep the minutes of the meetings of the Board and of the Society.

Section 4: Treasurer: The treasurer shall supervise all receipts and expenditures, and shall be an *ex officio* member of the Meetings and Programs Committee in charge of handling financial arrangements for the meetings. The Treasurer shall collect and disburse dues subject to the approval of the Board of Governors. As requested by the Board President the Treasurer shall complete and submit annual financial forms to the Association. The Treasurer shall complete and submit any documents that may be required by the Internal Revenue Service.

Article VI - Board of Governors

Section 1: The Board of Governors (voting), all of whom must be Active members of the Association (with the exception of the Professor of Military Science and Leadership (PMS&L) and the student representative) shall consist of:

- a. The above-named officers.
- b. Eight additional regular members elected by the regular members of the Society.
- c. The PMS&L of the OSU Army ROTC or his or her Staff designee as a voting, *ex officio* member and Faculty Advisor.
- d. The Cadet Commander or other student representative as appointed by the PMS&L will act as voting student representative.
- e. The President/CEO or designee as a non-voting *ex-officio* member.
- f. *Ex-officio* past Presidents/PMS&L(s) and emeritus board members as non-voting members.
- g. *Ex-officio* AROTC Hall of fame members as non-voting members.

Section 2: A majority of the members of groups a through d above shall constitute a quorum of the Board. A majority vote of this quorum is required for any official action or decision of the Board. Any meeting of the Board without a quorum shall constitute a "Meeting of the Committee of the Whole", and shall not be empowered to

take binding action on behalf of the Society. The first subsequent meeting of the Board wherein the quorum requirement is met may ratify any action taken by such a committee.

- Section 3: The Board shall have full power to fill all vacancies.
- Section 4: The government of the Society and the direction of its activities shall be vested in the Board.
- Section 5: A meeting of the Board must be called by the President upon written request of at least three members of the Board exclusive of *ex-officio* members.
- Section 6: The Board shall hold two meetings a calendar year, and others as called by the President.
- Section 7: The term of a voting board member shall be for a period of three years.

Article VII – Membership Meetings

- Section 1: At least one annual member meeting of the Society must be held. Failure to comply shall make the Society charter subject to revocation by the Association.
- Section 2: There shall be other such meetings each year, as the President, with the approval of the Board of Governors of the Society, deems desirable.
- Section 3: The President must call a meeting upon the written request of five percent of the regular members of the Society, to take place no earlier than forty, nor later than sixty days after receipt of such request. Upon failure of the President to call such a meeting within ten days of receipt of such request, any other officer or member of the Board or by any five of the petitioning members may call the meeting. In such instance, the President/CEO shall be notified, and he/she shall be called upon to send due notice of the time, place, and purpose of the meeting to all members of the Society. Any request for a meeting under this section shall clearly state the purpose of such meeting, and such meeting shall be limited to those purposes.
- Section 4: Where this constitution fails to provide authority for procedure, *Robert's Rules of Order* shall be used.

Article VIII – Committees

Section 1: The President shall appoint the following standing committees with the approval of the Board.

a. Meetings and Programs: It shall be the function of this committee to organize the meetings of the Society; plan their programs; obtain the publicity for them; and arrange notification by mail, electronic means or phone, to the members of the Society.

b. Membership and Communications: It shall be the duty of this committee to check the names of all eligible for membership with the President/CEO of the Association and to use all means possible to encourage non-members to do their share in furthering the interests of Army ROTC at the University by joining The Ohio State University Army ROTC Alumni Society. The committee will also encourage Active Membership in the Association whenever possible and produce periodic membership newsletters.

Section 2: The President with the approval of the Board shall appoint such additional committees as in his/her judgment the interests of the Society may require, and may prescribe the duties of such committees.

Article IX – Elections.

Voting members of the Board (Article VI, Section 1 a and 1 b above) shall be elected at the annual meeting and shall hold office until their successors have been qualified and elected. The terms will be staggered with no more than four being for the same three-year period. The positions of those members whose terms are due to expire during the calendar year of the annual meeting shall be subject to election. Upon reconstitution of the Board subsequent to an election the Board of Governors will elect the aforementioned officers.

Article X – Bylaws

The Society is permitted to establish bylaws at any regular board meeting of the Society, a quorum being present, by a two-third vote of all board members present, provided that notice of such proposed bylaw(s) shall have been communicated via mail or electronic means to each board member at least ten days before such a meeting. No amendment or addition to the bylaws can be made which is not in harmony with the Society constitution or is contrary to the constitution of the Association.

Article XI – Adoption

This constitution shall be adopted upon a majority vote of the total votes cast by all members of the Society participating in an election conducted in a manner decided upon by the Board of Governors of the Society. The constitution shall not take effect until duly approved by the Board of Directors of the Association.

Article XII – Amendments

This constitution may be amended by a majority vote of the total votes cast by all members participating in an election conducted in a manner decided upon by the Board of Governors of the Society. Amendments shall not take effect until duly approved by the Board of Directors of the Association, Inc.

Approved –

November 21, 1986

Updated – ~~3-7-14~~ March 7, 2014

Approved (membership) – April 2014

Approved (OSUAA) – May 2014