

**ACTION BY UNANIMOUS WRITTEN CONSENT
OF THE BOARD OF DIRECTORS OF
BARNESVILLE STATE THEATER COMPANY
(the "Corporation")**

Pursuant to Section 1702.25, Ohio Revised Code, and in lieu of a meeting of the Board of Directors of the Corporation for such purposes, the undersigned, being all of the Directors of the Corporation entitled to notice of such meeting, do hereby waive such notice of such meeting and hereby take and authorize by unanimous written consent each and all of the following actions transaction of all such other business as hereinafter set forth:

It is expressly understood that to the extent any of the actions below amend or are inconsistent with the Code of Regulations previously adopted by the Board of Directors, or any provision thereof, these actions shall control with respect to the Corporation.

1. VOTING MEMBERS

RESOLVED, that the voting members of the Corporation shall be the Directors as well as the President, Vice President, Secretary and Treasurer. Each Director and Officer shall cast one vote.

RESOLVED FURTHER, that in the event the quorum for any given meeting and/or vote is an even number and a tie occurs upon voting an issue, the issue shall be delayed until the following meeting.

2. DEPOSITS

RESOLVED, that all monies received by the Corporation, or any officer thereof, shall be deposited within three (3) business days of receipt.

RESOLVED FURTHER, that all funds received by the Corporation, or any officer thereof, shall be deposited and accounted for in writing upon the books of the Corporation. No funds shall be taken out, prior to deposit, to reimburse for any expenditures made by Directors, Officers or Volunteers. Any reimbursements to Directors, Officers or Volunteers shall go through the check disbursement process upon approval of the Corporation.

3. CHECK DISBURSEMENTS

RESOLVED, that any and all checks written on behalf of the Corporation shall require two (2) Officers' signatures.

RESOLVED FURTHER, that checks for expenditures greater than \$2,000 shall require approval of three (3) Officers via email or signature prior to disbursement of the check.

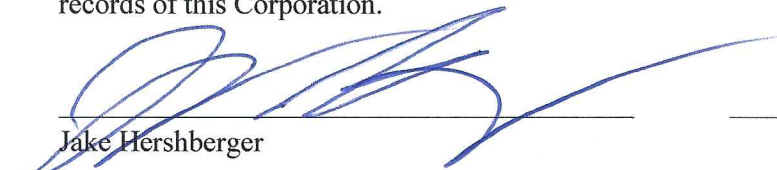
RESOLVED FURTHER, that checks for expenditures greater than \$5,000 shall require approval by a majority vote of the Directors and Officers. Such vote must occur prior to the disbursement and shall be reflected in the minutes of the Corporation.

RESOLVED FURTHER, that any and all disbursements shall have a receipt for the expense.

4. TREASURER REPORT

RESOLVED, that a monthly Treasurer Report shall be presented as part of the first meeting of the month of the Corporation. This report is to include records of all deposits and details of those deposits, report of invoices paid as well as a summary report for each fundraising event.

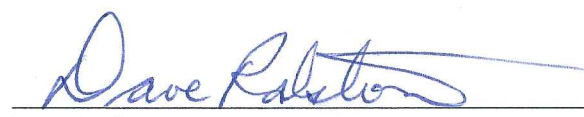
There being no further business to be taken by the undersigned Directors pursuant to this action by unanimous written consent, each of the Directors has signed this action as of the date indicated below, and this action by unanimous consent shall be filed with or otherwise entered in the minutes or other appropriate records of this Corporation.


_____, 2022
Jake Hershberger

08-16-

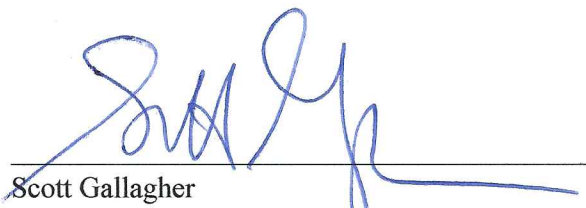

_____, 2022
Larry Cain

_____, 2022
Helen Carpenter


_____, 2022
Dave Ralston


_____, 2022
Brandi Little

8-16



Scott Gallagher

8-17-2022, 2022



Jimmy Grear

8-16, 2022



Kristal McGee

8-18, 2022

Luke Johnson

_____, 2022