

**ACADEMY OF MANAGEMENT
MANAGERIAL AND ORGANIZATIONAL COGNITION DIVISION BYLAWS
(Approved as of 15 February 2020)**

ARTICLE I. NAME

The name of this organization shall be the Managerial and Organizational Cognition Division of the Academy of Management, hereinafter referred to as the Division.

ARTICLE II. MISSION AND OBJECTIVES

1. The mission of the Division is to foster and support the study of managerial and organizational cognition and to create a greater awareness of the nature and value of this research in the Academy and in organizations.
2. Objectives. We will fulfil that mission by:
 - a. Providing a place in which scholars from various divisions can share a common bond of intellectual and research interest;
 - b. Encouraging innovative research and non-traditional modes of thinking and scholarship;
 - c. Fostering links between researchers, practitioners, and teachers to enhance our research, teaching, and practice;
 - d. Serving the developmental needs of our members;
 - e. Providing a link to other professional groups; and
 - f. Representing the Division and its members' interests within the broader AOM community and beyond.

ARTICLE III. MEMBERSHIP

Membership in this Division is open to any member of the Academy of Management who is committed to the Division's mission and objectives.

ARTICLE IV. MEETINGS

1. Business Meetings
The Division shall hold one regularly scheduled business meeting each year at the Annual Meeting of the Academy of Management (Annual Meeting). The Executive Committee may schedule other business meetings as necessary.
2. Executive Committee Meetings
The Executive Committee of the Division shall hold two regularly scheduled meetings each year, one of which will be held in conjunction with the Annual Meeting.
3. Parliamentary Authority
The rules contained in the Modern Edition of Robert's Rules of Order shall govern the Division in all cases where they are not inconsistent with these Bylaws and any special rules of order the Division may adopt.

ARTICLE V. OFFICERS AND THEIR DUTIES

1. Officers

The elected officers of the Division shall be the Past Division Chair, Division Chair, Program Chair, PDW Chair, six General Representatives-at- Large, one International Representatives-at- Large, and two Doctoral Student Representatives-at-Large. Appointed officers will include the Chief Financial Officer, Chief Operating Officer, Chief Technology Officer, Special Representative-by-Appointment, Ambassador Coordinator, and other officer positions appointed, as necessary, by the Executive Committee.

2. Executive Committee

The Executive Committee shall be comprised of all elected and appointed officers.

- a. The Executive Committee shall approve any operating policies or procedures necessary for the functioning of the organization.
- b. The Executive Committee shall appoint additional officers as needed. Appointed officers shall attend Executive committee meetings but will not have voting rights.
- c. The Executive Committee may fill officer positions that become vacant prior to the end of an elected term. (see Article V.3.d)
- d. The Executive Committee shall perform other activities as necessary to execute the responsibilities specified in these bylaws.

3. Terms of Office of Elected Officers

- a. The following officers shall hold office for a period of one year: Past Division Chair, Division Chair, Program Chair, and PDW Chair. The term of office shall begin on the Monday following the close of the Annual Meeting and terminate the Monday following the end of the next Annual Meeting. After serving one year in their current office, the PDW Chair will assume the office of Program Chair, the Program Chair will assume the office of Division Chair, and the Division Chair will assume the office of Past Division Chair.
- b. The General and International Representatives-at-Large shall be elected for a period of three years.
- c. The Doctoral Student-at-Large Representatives shall be elected for a period of two years.
- d. Should an elected officer be unable to start or complete his/her term of office, the Executive Committee will determine how the responsibilities of the office in question will be executed, to include the appointment of a Division member to serve in the position until the next election cycle or to complete the officer's term. The Executive Committee may or may not choose to be guided by the election results for this position in identifying a possible replacement.

4. Duties of Elected Officers

- a. The Division Chair shall:
 - i. Serve as chief officer of the Division and administer all affairs of the Division in coordination with the Division's Executive Committee, the

- officers of the Academy of Management, and in compliance with the Academy's policies for Professional Divisions;
- ii. Chair the Division's Executive Committee;
 - iii. Preside over the annual business meeting of the Division at the Annual Meeting and present a report on the status of the Division;
 - iv. Chair the Executive Committee meeting held in conjunction with the Annual Meeting;
 - v. Plan and preside over Executive Committee meeting at the Division's mid-winter meeting;
 - vi. Oversee expenditures from the Division's budget and be accountable to the membership for proper management of all Divisional expenditures and activities;
 - vii. Identify for the Program Chair those individuals due to be recognized each year by the Division for services rendered as an elected or appointed officer, subject to the relevant criteria;
 - viii. Chair the MOC Distinguished Scholar Selection Committee; and
 - ix. Manage the process of amending these bylaws in accordance with Article IX.
- b. The Program Chair shall:
- i. Develop and coordinate the MOC program at the Annual Meeting;
 - ii. Recruit a Program Committee (as needed) to assist in planning the program for the Annual Meeting; and
 - iii. Act for the Division Chair in the Chair's absence.
- c. The PDW Chair shall:
- i. Develop and coordinate the MOC Professional Development Workshops and other preconference activities at the Annual Meeting including the MOC Division Social Hour; and
 - ii. Assist the Program Chair with the development and coordination of the MOC program at the Annual Meeting, as needed.
- d. The Past Division Chair shall:
- i. Provide council to the Executive Committee;
 - ii. Take on special assignments as needed/requested by the Division Chair; and
 - iii. Assist with the nomination and coordination of award committees.
- e. General Representative-at-Large (6) shall (as necessary):
- i. Assist with the planning and implementation of divisional and/or joint divisional activities during his/her term in office (e. g. Diamonds in the Rough, Cognition in the Rough). These efforts may include acting as liaison with program counterparts in other divisions as well as coordinating MOC Division volunteers recruited for the purposes of assisting in these events;
 - ii. Provide the Program Chair with the names of key participants and volunteers who deserve Divisional recognition for their contributions to these events;

- iii. Act as a conduit for communication with Divisional members and represent the views of the general membership at Executive Committee and Business Meetings; and
 - iv. Assume any other responsibilities requested by the Division Chair and/or Executive Committee.
 - f. The International Representative-at-Large shall:
 - i. Maintain contact with the Division's international members through regular communications with international members;
 - ii. Represent the views of international members at Executive Committee and Business meetings;
 - iii. Act as Chair of the Outreach and Integration Committee; and
 - iv. Assume any other responsibilities requested by the Division Chair and/or the Executive Committee.
 - g. The Doctoral Student Representatives-at-Large (2) shall:
 - i. Maintain contact with the Division's student members through regular communications with student members;
 - ii. Represent the views of doctoral students at Executive Committee and Business meetings;
 - iii. Assist with the Reviewing in the Rough PDW and/or MOC Connecting social event;
 - iv. Act as Chair of the Student Services Committee; and
 - v. Assume any other responsibilities requested by the Division Chair and/or the Executive Committee.
5. Terms of Office of Appointed Officers
- All appointed officers shall serve for a period of two years. The term of office shall begin on the Monday following the close of the Annual Meeting and terminate the Monday following the end of the Annual Meeting two years hence. Reappointment for additional terms may be made at the discretion of the Executive Committee with the agreement of the appointed officer.
6. Duties of Appointed Officers
- a. The Division Chief Financial Officer shall:
 - i. Be responsible for all aspects of the Division's finances and maintaining compliance with Academy of Management financial guidelines;
 - ii. Forecast and monitor Division expenses to align with the Division's allocated funding;
 - iii. Update the Division's Executive Committee on the status of the Division's finances; and
 - iv. Generate invoices and requests for funds to facilitate the flow of funds into and out of the Division's financial accounts.
 - b. The Division Chief Operating Officer shall:
 - i. Keep and distribute minutes of each of the semi-annual Executive Committee meetings; and

- ii. Collect and maintain the historical and current records of the Division;
and
- c. The Chief Technology Officer shall:
 - i. Gather news on the Division and its members;
 - ii. Manage the MOC Division's website and keep it up-to-date;
 - iii. Generate content for membership engagement via website; and
 - iv. Manage social media initiatives.
- d. Special Representative-by-Appointment shall:
 - i. Assist with the planning and implementation of divisional and/or joint divisional activities during his/her term in office (specifically, Teaching in the Rough). These efforts may include acting as liaison with program counterparts in other divisions as well as coordinating MOC Division volunteers recruited for the purposes of assisting in these events;
 - ii. Provide the Program Chair with the names of key participants and volunteers who deserve Divisional recognition for their contributions to these events; and
 - iii. Assume any other responsibilities requested by the Division Chair and/or Executive Committee.
- e. Ambassador Coordinator shall:
 - i. Work closely with the Division Chair and/or Executive Committee in identifying and recruiting Ambassadors for the division;
 - ii. Maintain contact with the Division's Ambassadors through regular communications;
 - iii. Act as a conduit for communication with Ambassadors; and
 - iv. Assume any other responsibilities requested by the Division Chair and/or Executive Committee.

ARTICLE VI. ELECTION OF OFFICERS

1. The elected officers of the Division shall be the Past Division Chair, Division Chair, Program Chair, PDW Chair, six General Representatives-at-Large, the International Representative-at-Large, and the two Doctoral Student Representatives-at-Large.
2. The nominating Committee shall consist of the Division Chair, the PDW Chair and a Division member who is not an officer, appointed by the Executive Committee. The Division Chair shall serve as Chair of the Nominating Committee. The Nominating Committee shall follow the processes specified in these bylaws in nominating and electing officers.
3. The Nominating Committee shall annually, and prior to the end of February, send the membership a nominating ballot, calling for nominations for the positions of PDW Chair and any other elected positions that may have come open. The name of the member receiving the highest number of nominations will be listed on the election ballot with other names as specified below.
4. There will be no more than three names and no fewer than two names on the election ballot for each open position. In addition to the names identified through the nominating ballot above, the Nominating Committee may select one or two additional

names based on the Nominating Committee's judgment of the potential leadership contributions possible nominees might make to the Division. It shall be the responsibility of the Chair of the Nominating Committee to ensure that each individual appearing on the ballot is a member of the Division and is willing and able to serve the full term in the position for which he or she is nominated.

5. No more than one elected officer may serve on the Executive Committee from any institution at a time. Therefore, no individual may be placed on the ballot who is employed at the same institution as a current officer.
6. No person can appear on the final ballot as a nominee for more than one office. If the nomination process results in a person qualifying as a nominee for more than one office, this person will be a nominee for the more senior office.
7. In the event that no one is nominated for an open position, the Nominating Committee shall develop a slate of candidates for that position, subject to Article VI. 4.
8. The election ballot will list the candidates for each position together, in alphabetical order. The ballot will also include a brief biographical sketch (maximum of 250 words) for each candidate running for a specific position. The Chair shall be responsible for coordinating the election with the Academy of Management National Office to conduct the election by electronic ballot.
9. The final ballot shall be communicated to the membership no later than April 14.
10. The vote count shall be considered confidential information and shall not be disseminated further. The Chair of the Nominating Committee shall notify each candidate of the winner of the election.

ARTICLE VII. REMOVAL OF OFFICERS

1. A vote for removal may be initiated by a majority vote of the Executive Committee or a petition submitted to the Division Executive Committee bearing verified signatures of 10% of Division members in good standing as of 1 July in the year during which the petition is submitted.
2. An officer may be removed by a two-thirds vote of the membership voting by electronic ballot provided that at least 25 per cent of the membership votes. In the event that less than 25 per cent of the membership votes, ballots will continue to be conducted until the matter is resolved.
3. The Nominating Committee shall be responsible for conducting the removal vote, assuring a fair vote and reporting the results to the membership. Should a sitting officer be removed in this manner, the Executive Committee shall determine the disposition of the officer's duties during the remainder of the term, subject to Article V.3.d.
4. Should a member of the Nominating Committee be the subject of the removal process, the Executive Committee shall replace that individual with an appropriate MOC Division Member for the duration of the process.

ARTICLE VIII. COMMITTEE STRUCTURE

1. The Division Chair shall be assisted in policy formulation and the operation of the Division by such standing and special committees as are authorized in the bylaws.

2. Standing committees shall include the Program Committee, Nominating Committee, MOC Distinguished Scholar Selection Committee, Meeting Awards Committee(s), Outreach and Integration Committee, Student Services Committee, and the Communications Committee. The Division Chair shall be an ex officio member of each committee. The respective committee chairs shall recruit/appoint members of their committees as necessary, subject to these by-laws. Unless otherwise specified by the by-laws and/or the Executive Committee, composition and responsibilities of these committees will be determined by the respective committee chairs.
3. The Division Chair may appoint, with the advice of the Executive Committee, special committees, as necessary. The life of all such committees shall expire with the completion of the specified assignment.

ARTICLE IX. AMENDMENTS

1. Any proposed amendment(s) must be made available to the Division's members at least one month prior to a vote on the amendment(s).
2. Amendment(s) to the Bylaws shall require a majority of those Division members voting through electronic ballot sponsored by the Executive Committee.
3. Counting and certification of ballots shall be the responsibility of the Division Chair with assistance from the Academy of Management Headquarters Office.