

**BYLAWS for the
INFORMS Section on Group Decision & Negotiation
A Section of the
INSTITUTE for OPERATIONS RESEARCH and the MANAGEMENT SCIENCES**

Article 1 – Name

The name of this organization shall be INFORMS Section on Group Decision and Negotiation, hereinafter the GDN Section.

Article 2 – Purposes

GDN Section has a broad and interdisciplinary **focus** in the area of group decision and negotiation, and on theories, empirical studies, and applications concerning multiple participant and multiple objective group processes and systems. **Areas of application** include, among others, intra-organizational coordination (as in operations management and integrated design, production, finance, marketing and distribution), computer supported collaborative work, labor-management negotiations, inter-organizational negotiations (business, government, and nonprofits), international (intercultural) negotiations, and political and environmental negotiations. **Participants** are mostly scientists and practitioners with common interests in disciplines in the area of group decision and negotiation. **Relevant disciplines** include, but are not limited to, (1) applied game theory, experiment and social choice, (2) negotiation theory, (3) cognitive and behavioral sciences, (4) applied conflict analysis and resolution, (5) information and communication technologies and systems, (6) artificial intelligence and computer science, and (7) management science and operations research.

The major purposes of the GDN Section are:

1. To provide a continuing, specialized focus within INFORMS on the topic on group decision and negotiation, with the aim of identifying current and potential problems and contributions to their solutions.
2. To lead in the development, dissemination and implementation of knowledge on basic and applied research and technologies on group decision and negotiation.
3. To support efforts to extend, unify and integrate branches of knowledge and practice related to group decision and negotiation.
4. To support the free interchange of information, encourage discussion and interaction among individuals having interest in the field of group decision and negotiation by providing the opportunity to these individuals to meet and exchange ideas, experiences and techniques.
5. To stimulate cross collaboration that can be best accomplished within the framework of a professional organization.
6. To identify, codify, synthesize, and interpret knowledge and techniques useful to group decision and negotiation, and to promote high professional standards and integrity in all work done in the field.
7. To encourage the education of students and the continuing education of practitioners in this field of knowledge.
8. To support the Group Decision and Negotiation Journal.
9. To encourage and recognize contributions of the membership and present the GDN Section Award to honor most significant contributions of individual members.

Article 3 – Membership

1. Any member of INFORMS may become a Section Member by paying the Section dues.
2. Non-members of INFORMS may become Section members by paying the special fee for non-members of INFORMS.
3. A member may terminate his or her membership at any time by written notice to the Secretary.
4. Membership will automatically be terminated if a member fails to pay the membership dues in two consecutive years.

5. All members shall have equal rights and privileges except for those rights and privileges specifically assigned by this Bylaws to GDN Section Officers and Board Members.
6. The Section officers must be Section members and INFORMS members.

Article 4 – Officers

1. The Officers of the Section shall be a President, two Vice Presidents, Secretary and a Treasurer. The Officers are the **Executive Council** for the Section.
2. The **President** shall be the chief administrative officer of the Section and shall be responsible for the development and execution of the Section's activities. He/she shall (a) call and organize meetings of the Section, (b) appoint ad hoc committees as required, (c) appoint chairs and members of standing committees, (d) manage the affairs of the Section between meetings, and (e) preside at Section membership meetings. The President shall also have other powers and duties as may be prescribed by the INFORMS Bylaws.
3. The **Vice President (Meetings)** shall be the principal assistant administrative officer of the Section and shall act as President in the absence of the President. He/she shall have such other duties as the President shall assign to her/him. She/he will be responsible for recommending and, upon approval of the Executive Council, arranging for meetings, topics and speakers.
4. The **Vice President (Publications and Membership)** shall be responsible for publications, including newsletters and the GDN website, membership, and for other duties all as approved by the Executive Council.
5. The **Secretary** shall conduct the correspondence of the Section, keep the minutes and records of the Section, maintain contact with INFORMS, receive reports of activities from those Section Committees that may be established, make arrangements for the regular Section Business meetings and be responsible for the administration approval of the disbursement of the Section funds. He/she will be responsible for the election of officers for the Section.
6. The **Treasurer** shall be responsible for the receipt of all funds of the Section and record the dues status of each member. She/he presents the financial condition of the Section, when required by the Executive Council. The Treasurer shall disburse the funds of the Section when so authorized by the Executive Council. The Treasurer shall be responsible for preparing the financial reports and submitting that information to the Secretary and INFORMS.
7. Any Section member accepting nomination for elective office in the Section is understood to have agreed to perform the duties of that office if elected, and in particular to have agreed to attend the annual regular Section meetings during his/her tenure, except as his/her attendance is prevented by unusual circumstances. If a Section officer must miss a meeting or be temporarily unable to carry out his/her responsibilities, he/she shall advise the President and shall make other arrangements for the discharge of his/her responsibilities. If a Section officer should fail during his/her tenure to attend regular Section meetings and to carry out the responsibilities of the office, he/she can be removed from office upon the initiative of two-thirds vote of the Section Officers.

Article 5 –GDN Section Honorary Chair

1. The title of the **Honorary Chair** may be offered to a member in recognition of her/his professional activities and service to the GDN community and the Section. The Honorary Chair must be an exceptional and long-standing member of the Section, who does not hold any position in the Section and who distinguished herself/himself through commitment and extraordinary service to the field of group decision and negotiation and GDN Section. The Honorary Chair is elected for lifetime.
2. The GDN Section Award Committee solicits, scrutinizes and selects up to two nominees. The selected nominees are submitted to the elected officers, who elect at most one Honorary Chair in any given year.
3. At any given time, there shall be no more than two Honorary Chairs.

Article 6 – Board

1. The Board shall be the governing body of the Section. The Board shall consist of the elected officers indicated in Article 4, the most recent past-President, up to three non-voting members and Honorary Chairs.

2. The Board meetings shall be held at least once each year, normally during the annual meeting of the GDN Section.
3. Special meetings can be called by the Secretary/Treasurer at the request of the President or a majority of Board members. Special meetings will be held within forty days of the receipt of the request and Board members will be notified by the Secretary/Treasurer of the date and place of the meeting at least two weeks prior to the meeting. If convenient, Board meetings may be held via conference call or other electronic means.

Article 7 – Section Committees

1. The Section President shall establish committees as required and shall appoint qualified chairs to head these committees. In all cases the terms of the chairs and the committee memberships shall cease upon completion of the term of the President who appointed them.
2. The GDN Section Award Committee, comprising three members who are former award winners, shall be responsible for the solicitation of nominees for the GDN Section Award and the selection of the Awardee. This Committee shall also be involved in the election of Honorary Chairs as indicated in Article 5.

Article 8 – Election and Tenure of Section Officers

1. Section officers shall be elected in accordance with the structure of the process currently in place for INFORMS elections. By this process the Section shall in **every even year** elect one Vice President to serve a **term of two years**; and other officers as may be required by vacancies that have occurred since the previous election. The Secretary and Treasurer also shall be elected to serve a two-year term.
2. **The longer serving** Vice President (Meetings) shall succeed to the President position at the completion of his/her term. The Vice President (Publications and Membership) will take thus vacated position of the Vice President (Meetings).
3. **The newly elected** Vice President shall take the vacated position of the Vice President (Publications and Membership).
4. No officer, other than the Secretary, Treasurer, who has served a full term, shall be eligible for immediate election to the same office. The Secretary or Treasurer may run unopposed for no more than **three** consecutive terms.
5. The President shall appoint a Nominating Committee on or before **August 15th of every even year**. By **September 5th** the Nominating Committee, composed of the chair and two members, shall ask the Section membership for nominations for the office of a Vice President (Publications and Membership), Treasurer, and Secretary. Such nominations must reach the Committee by **October 15th**. The committee may also nominate members for these positions. By **November 1st** the Committee forwards all nominations to the Secretary. The Secretary or the INFORMS office sends the official ballots to the Section membership on or before **November 15th**. Ballots shall be issued by one of the following media: a) letter mail ballot; b) electronic mail ballot; c) web-based ballot; d) a combination of thereof. Nominees for office shall be listed alphabetically on the ballot (and so noted) with no indication as to those nominated by the Nominating Committee and those nominated by petition. Ballots must be returned to the Secretary or someone designated by him/her on or before **December 5th**.
6. The Secretary of the Section shall appoint tellers to receive ballots and to tally them by **December 20th**. Tellers may not be Section officers or candidates for office.
7. The winning candidate for each position shall be the candidate receiving the largest number of votes. Ties shall be resolved by means of fair random processes.
8. The Vice President (Meetings) shall be responsible for determining the winners of the election and forwarding that information to the nominees and INFORMS on **December 31st** at the latest.
9. The newly elected and rotated officers assume their positions on **March 1st**, of the odd year which follows the elections.

Article 9 – Responsibility to INFORMS

1. The Section shall operate in accordance with the Constitution and Bylaws of INFORMS.

2. The Section annual activity report will be submitted to INFORMS on or before March 1st. The report will list the significant accomplishments and activities of the Section during the previous calendar year. Additional reports shall be submitted to INFORMS as needed.
3. In the event of dissolution of the Section, its assets shall become the property of INFORMS.

Article 10 – Amendments

1. Proposed amendments to these bylaws may be initiated either by **the Board** or by a petition to the President signed by at least 5% of the membership or 15 members of the Section, whichever is smaller. The Secretary shall distribute copies of the proposed change to all members of the Section by electronic mail or in written form not less than three weeks before the annual membership meeting. An open discussion of the proposed amendment to the bylaws shall be carried out at the following membership meeting of the Section.
2. Not more than two months after the discussion of the proposed amendment the Secretary shall distribute to all members copies of the proposed amendment along with ballot forms by electronic mail, web-based, or in written form. No ballot shall be counted unless marked by a Section member to indicate his/her choice, returned to the official tellers bearing the voter's name, and received by the tellers no later than a date to be specified upon the ballot form – a date not earlier than six weeks from the date of distributing the ballot forms to the Section membership.
3. The adoption of the proposed amendment shall require an affirmative vote by at least two thirds of the members voting, as tallied by tellers appointed by the President. The tellers shall report the tally to the President within one week of the date specified for receipt of the ballots. The result of the balloting shall be announced to the membership by the Secretary.
4. If approved by the Section membership, the proposed amendment to the Bylaws shall become effective upon approval by INFORMS.

Article 11 – Meetings

1. The annual membership meeting of the Section is, whenever possible, the Group Decision and Negotiation Meeting.
2. When practical the Section meeting may be held at the time and place of the annual meeting of INFORMS with the schedule and site to be arranged by the Secretary of the Section. The place and time of this meeting shall be announced at the INFORMS meeting, or earlier if possible.
3. The quorum for action at the membership meeting shall be 5% of the membership or 15 members of the Section, whichever is smaller.
4. Business meetings of the Section may be held whenever a quorum can be assembled. One Business meeting a year, normally at the annual meeting of the GDN Section shall be considered a minimum requirement.
5. The Section officers shall meet on call of the President.

Article 12 – Dues

Dues of the GDN Section shall be established by the Executive Council.

Article 13 – Rules of Order

Robert's Rules of Order shall govern all Section membership meetings except in those cases where they are inconsistent with these Bylaws.