

Bylaws of the
Institute for Operations Research and the Management Sciences
MANUFACTURING AND SERVICE OPERATIONS MANAGEMENT SOCIETY
(MSOM Society of Informs)

BYLAW I – NAME

This organization shall be named the Manufacturing and Service Operations Management Society, hereinafter the MSOM Society, of the Institute for Operations Research and the Management Sciences, hereinafter the Institute.

BYLAW II – PURPOSES

The purposes of the MSOM Society shall be:

1. To encourage interest in the field of operations research and the management sciences.
2. To encourage discussion and interaction among individuals having interest in manufacturing and service operations management and their relationship to the profession of operations research and the management sciences.
3. To advise the Institute Board on aspects of issues in the areas of manufacturing and service operations management in the profession of operations research and the management sciences and to keep the Institute Board apprised of developments in these areas.

BYLAW III – MEMBERSHIP

Any member of the Institute interested in operations research and/or the management sciences may become a MSOM Society member by paying the MSOM Society dues. Individuals who are not members of the Institute but are interested in operations research and/or the management sciences may become MSOM Society members by completing a membership application and paying an MSOM Society membership fee slightly higher than that paid by members of the Institute. The increased fee will be at least \$10 or 50% more than the MSOM Society dues for Institute members, whichever increment is greater.

MSOM Society membership and participation shall be free from discrimination on any basis, with equal rights, duties, and privileges, with the following exceptions:

1. Only MSOM Society members who are also members of the Institute may vote in MSOM Society elections and serve as officers or Board members.
2. Every MSOM Society member shall have the privilege of nominating an MSOM Society member for elected positions of the MSOM Society.

BYLAW IV – OFFICERS

Officers of the organization and their duties shall be the following:

1. President: Shall preside at meetings and represent the group in external affairs. The President shall maintain contact with the Institute liaison (as designated by the Institute Board). They shall file an annual report describing the Section's activities and financial state, with the latter being prepared in collaboration with the Secretary/Treasurer. The president, with the approval of at least two of the other elected officers, may authorize expenditure of funds they deem necessary. This authorization is limited to the amount of \$5,000 per year and allows for funds to be used between meetings for unforeseen and important purposes. The \$5,000 amount does not include the currently approved expenditures for the receptions at INFORMS national conferences, nor does it include the standard monetary prizes already approved for the student competition.
2. Executive Vice President and President-Elect: Shall take over the duties of the President in their absence. They shall also administer all cultural activities and become the President of the MSOM Society after their term of office as Executive Vice President.
3. Vice President of Meetings and Communications: Shall be responsible for ensuring that all logistical arrangements for business and social meetings are made; and for coordinating and distributing any written or electronic communications to the membership.
4. Secretary/Treasurer: Shall take the minutes of the meetings and arrange for notification of meetings. The Secretary/Treasurer shall be responsible for all financial matters, including all financial records and an annual financial statement to be included with the annual report. They shall also coordinate awards/plaques with the Institute and manage the society website updates with the society webmaster.

Any MSOM Society member accepting nomination for elective office in the MSOM Society 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 MSOM Society meetings during their tenure, except as their attendance is prevented by unusual circumstances. If an MSOM Society elected official must miss a meeting or be temporarily unable to carry out their responsibilities, they shall advise the Board and make other arrangements for the discharge of their responsibilities. If an MSOM Society elected official should fail during their tenure to attend regular MSOM Society meetings and to carry out the responsibilities of the office, they can be removed from office upon the initiative of two-thirds vote of the MSOM Society Board.

BYLAW V – BOARD

The rules of engagement for the board shall be the following:

1. The Board shall be the governing body of the MSOM Society and shall guide the officers in the administration of the MSOM Society's business. The Board shall consist of the elected officers indicated in Bylaw IV.
2. A quorum shall require the presence of more than or equal to half of the voting members of the Board. The Board may act by majority vote of the members present at a meeting at which a quorum is present or (b) without a meeting if each Board member signs a consent in the form of a record (including a facsimile transmission or electronic mail) describing the action to be taken and delivers it to the Secretary/Treasurer or another member of the Board. Action taken without a meeting shall be the act of the Board when one or more consents signed by all the Board members are delivered to the Secretary/Treasurer.
3. Board vacancies that occur between elections shall be filled as follows:
 - In the case of vacancy in the office of President: The Executive Vice President becomes President and may serve out the term of the departing president followed by the full term for which the Executive Vice President was originally elected. The Vice President of Meetings and Communications assumes responsibilities as Acting Executive Vice President and Vice President of Meetings and Communications until the next regularly scheduled election, at which point a Vice President of Meetings and Communications should be elected. The Acting Executive Vice President may stand for election as Executive Vice President.
 - In the case of vacancy in the office of Executive Vice President: The Vice President of Meetings and Communications assumes responsibilities as Acting

Executive Vice President and Vice President of Meetings and Communications until the next regularly scheduled election, at which point an Executive Vice President should be elected. The Acting Executive Vice President may stand for election as Executive Vice President.

- In the case of vacancy in the office of Vice President of Meetings and Communications: The Secretary/Treasurer assumes responsibilities as Acting Vice President of Meetings and Communications and Secretary/Treasurer until the next regularly scheduled election, at which point a Vice President of Meetings and Communications should be elected. The Acting Vice President of Meetings and Communications may stand for election as Vice President of Meetings and Communications.
- In the case of a vacancy in the offices of Secretary/Treasurer: The Board appoints an Acting Secretary/Treasurer by majority vote. That Acting Secretary/Treasurer may serve out the term of the departing officer and may stand for election to that position at the next regularly scheduled election.

BYLAW VI – ELECTION AND TENURE OF OFFICERS

The rules of election and tenure of officers shall be the following:

Terms of Office: The terms of all officers shall be one year. New officers shall assume their duties on July 31 or the end of the Society's annual conference, whichever occurs first. The Executive Vice President shall succeed to the President position at the completion of their term.

No officer or Board Member, other than the Secretary/Treasurer, who has served a full term shall be eligible for immediate election to the same office. The Secretary/Treasurer may be re-nominated to the same office once following their first election to that office.

Nominations: The President shall appoint a Nominations Committee, composed of a chair and at least two additional MSOM members. The Nominations Committee shall prepare a slate of candidate for each office open for election. At least two nominees are encouraged. For positions with only one nominee, the ballot will include a write in option. Should a write in candidate garner the majority of votes, they must meet the eligibility requirements for office. The preparation of this slate shall include a call to the MSOM membership requesting nomination.

Nominations may be made by petition signed by at least five members from the floor of a meeting, or by the Nominating Committee. At least one candidate shall be nominated for each of the offices.

Voting: Officers shall be elected by ballot, using approval voting. Each year, the ballot shall be distributed no later than April 1, collected by May 20, and tabulated by a disinterested person by June 1. Nominees for each office shall be listed alphabetically on the ballot (and so noted). Members must have at least two weeks to submit their votes from the time that the ballots were sent to the membership. The winning candidate for each position shall be the candidate receiving the largest number of votes. Ties shall be resolved by lot.

BYLAW VII – COMMITTEES

Any Board member, in consultation with the Board, may appoint ad hoc committees to assist in carrying out their duties, provided that the term of said committee falls within the Board member's own term of office (with the exception of Award committees) and provided said committee does not infringe unduly upon the authority of a standing committee or officer. The duties of ad hoc committees shall be specified by the people creating the committees. The designation and appointment of any such committee and the delegation thereto of authority shall not operate to relieve Board members of any responsibilities to the Institute imposed upon them by law. Committees that are composed of members who are not Board members are advisory in nature only and are not considered a committee of the Board and may not exercise any of the powers of the Board. In all cases (except for Award committees), the terms of the chair(s) and the committee memberships shall cease upon completion of the term of the Board member who appointed them.

The MSOM Society hosts a permanent Diversity and Inclusion Committee, hereafter referred to as the DI committee. The DI committee conducts an annual survey of the MSOM Society membership on diversity, equity and inclusion issues. Highlights of the results of this survey are presented at an MSOM Business Meeting each year. The DI committee shares the survey analysis report with the INFORMS Diversity, Equity, and Inclusion (hereafter IDEI) Committee each year to help the IDEI committee make recommendations and to support policies and activities that advance Diversity, Equity and Inclusion principles across INFORMS. IDEI can update the DI committee on INFORMS efforts around diversity equity and inclusion. Any related information shared by the IDEI committee can be communicated to the MSOM membership through MSOM Business Meetings or other forms of communication. The DI committee advises MSOM leadership on initiatives to prevent/reduce diversity, equity and inclusion problems.

The DI committee consists of six members with a diverse representation including historically or currently underrepresented groups (e.g., ethnic minorities, LGBTQ+) within INFORMS or MSOM, or broadly in the academic community. Members serve 3-year terms, with 2 persons rotating off each year. In 2020-21, two members will be elected with a 1-year term, two with a 2-year term, and two with a 3-year term. Each following year, replacement committee members will be selected by the following process:

1. The MSOM President will seek volunteers via a posted announcement on INFORMS Connect.
2. Current committee members and the MSOM Board will select new members from among the volunteers, keeping diverse makeup in mind.
3. Any MSOM Society member can volunteer.
4. Volunteers not selected can be involved in specific committee activities and acknowledged at an MSOM Business Meeting.

BYLAW VIII – RESPONSIBILITIES TO THE INSTITUTE

The MSOM Society's responsibilities to the Institute shall be the following:

All MSOM Society activities must be consistent with the provisions of the Institute Constitution and Bylaws and with the dignity of a professional association and the nonprofit status of the Institute. A subdivision may be disbanded (a) on grounds of professional or financial irresponsibility, (b) if it becomes inactive, or (c) if its membership falls below the minimum number required, according to INFORMS Policies and Procedures. A subdivision's assets ultimately belong to the Institute and shall revert to the Institute if the subdivision is disbanded or otherwise ceases to be a subdivision of the Institute.

The MSOM Society shall not maintain any bank account separate from accounts owned by INFORMS.

The MSOM Society shall file an activity report annually with the Institute Business Office describing MSOM Society activities during the past January 1 through December 31. It shall be filed no later than January 31.

The MSOM Society shall notify the Institute Vice President of Sections and Societies on the results of the elections immediately following the elections.

The MSOM Society shall also provide information or file reports throughout the year as reasonably requested by the Institute Board of Directors or officers of the Institute.

Neither the Institute nor the Institute Board of Directors, by granting a charter to the MSOM Society, assumes any liability or responsibility for any obligations of any kind incurred by the MSOM Society unless prior written approval is obtained. The Institute Board alone has the authority to commit the Institute or any of its subdivisions to a contract. Review and approval of contracts are delegated to the Institute Executive Director.

BYLAW IX – AMENDMENTS

The rules for amendments shall be the following:

1. Proposed amendments to these bylaws that are consistent with those of the Institute, may be initiated either by action of the MSOM Society Board or by a petition to the President signed by 10% of the membership or 15 members of the MSOM Society, whichever is larger. The Secretary/Treasurer shall distribute copies of the proposed change to all members of the MSOM Society by electronic mail or 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 MSOM Society.
2. Following the open discussion with the membership the Secretary/Treasurer shall send the proposed bylaw changes to the Institute Vice President of Sections and Societies for review by the Institute. Not more than two months after the discussion of the proposed amendment, the Secretary/Treasurer shall distribute to all members copies of the proposed amendment along with mail ballot, defined as written or electronic transmission. No ballot shall be counted unless marked by an MSOM Society member to indicate their 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 two weeks from the date of distributing the ballot forms to the MSOM Society 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/Treasurer.
4. If approved by the MSOM Society membership, the proposed amendment to the Bylaws shall become effective upon approval by the Institute.

BYLAW X – MEETINGS

The meeting organizations will be conducted as follows:

1. Unless prevented by unusual circumstances, the MSOM Society shall hold at least one business meeting and at least one professional meeting each year. All meetings are to be open to the entire membership of the MSOM Society. If the MSOM Society chooses some or all of its meetings may be opened to other interested people as well.
2. The Board or its designated committees shall schedule the meetings of the MSOM Society. Business meetings and Board meetings shall be scheduled by the Board in accordance with the Bylaws and procedures specified by the Board. Board meetings shall be held at least once each year, normally during the annual meeting of the Institute. Their purpose is to develop and implement service programs and to provide policy guidance for the MSOM officers.
3. The MSOM Society shall hold an annual technical conference (hereafter “The Conference”) independent of any INFORMS national meeting. The Conference shall be held no earlier than the second week of June and no later than the third week of July. Deviation from this timing requires the approval of a majority of Society officers.
4. The Vice President of Meetings and Communications shall send out a call for proposals for hosting The Conference no less than 30 months before its targeted date.
5. A proposal to host The Conference must name a conference chair (or one of the conference co-chairs) that will serve as the primary contact between conference organizers and the Society officers. All other requirements for the proposal shall be set by the Vice President of Meetings and Communications in consultation with other Society officers.
6. The Society shall also hold a business meeting at The Conference. In addition, the Society shall hold a business meeting in conjunction with the INFORMS Annual Meeting.
7. The members of the MSOM Society may call a special meeting of the membership upon a signed petition to the Secretary/Treasurer of at least 25% of the MSOM Society membership.
8. Robert’s Rules of Order shall guide all Board and MSOM Society membership meetings except in those cases where they are inconsistent with these Bylaws.

(Last updated June 3, 2021)

AMENDMENTS

I. SPECIAL INTEREST GROUPS (SIGS)

1. Purpose and goals. The Society shall operate Special Interest Groups (SIGs), representing to the extent practicable the varied interests of the Society members. SIGs are expected to maintain a set of activities that may include (but are not limited to) sessions at the INFORMS and international meetings as well as organizing a one-day, single-track conference one day prior to the annual Society Conference. (Hereafter, referred to as a SIG Conference.)

2. Formation of the initial SIGs. Upon the approval of this amendment by the Society membership and the INFORMS Board, the current Society officers may create up to three “initial” SIGs by a majority vote of the officers. In the event of a tie vote, a SIG will be deemed to have failed. The Society officers are responsible for drafting the Statement of Purpose (see below) for any initial SIGs as well as appointing a Founding Chair (see below).

3. Formation of the additional SIGs. Beyond initial SIGs, additional SIGs may be created by petition to the Society President. A call for new SIG petitions shall be sent out no later than February 1 of each year. Petitions will be due no later than April 1 and the officers must vote on each SIG petition no later than June 1. A majority vote is required to pass.

A petition must include the following:

- (a) A Statement of Purpose which briefly but clearly defines the research area the SIG shall cover.
- (b) A Statement of Necessity which briefly but clearly explains how the research area is not covered by an existing Society SIG.
- (c) Signatures expressing support for the new SIG from current Society members. The required number of signatures is at least one half of the minimum required to be an active SIG as defined below.
- (d) The name of a Founding Chair who has agreed to lead the SIG until elections can be held. Successful SIGs shall be announced at the summer business meeting and a representative of the SIG will be invited to speak at the meeting.

4. Maintenance of membership lists. Each SIG shall have a membership list and e-mail list serve to be maintained by the INFORMS head office.

5. Fees and membership requirements. Only Society members may join a SIG. However, there shall be no fee for joining a SIG beyond the annual Society membership dues. (There may be a reasonable fee for attending a SIG Conference.) A Society member may be affiliated with any number of Society SIGs. In particular, a Society member may choose to join no SIGs.

6. Definition of an active SIG and requirements for disbanding a SIG. The membership of all SIGs will be annually measured on March 1. A SIG will be deemed “active” if its membership is more than 100 people or 10% of the Society’s general membership, whichever is greater. Any SIG not meeting this criterion will be placed on probation. Organizing fewer than four sessions at the INFORMS Annual Meeting will also result in a SIG being placed on probation. A SIG placed on probation will be disbanded if it does not raise its membership to the target level by the following March 1 or if it organizes fewer than four sessions at the INFORMS Annual Meeting. Any request for reinstatement will be treated as a petition for a new SIG as described in Point 3 above.

7. SIG leadership. Each SIG shall have a SIG Chair. New SIGs shall have Founding Chairs as described above. Founding Chairs shall serve until a Society election can be held in accordance with the procedures described in Article IV of the Society constitution (as modified by any relevant amendments). Founding Chairs may stand for election if they wish to continue serving. Elected Chairs shall serve a one-year term. There is no limit to the number of terms a SIG Chair may serve.

8. Responsibilities of SIG Chairs. SIG Chairs shall be considered Society officers and hence must be members of INFORMS. In particular, SIG Chairs may vote on the formation of new SIGs. Additional responsibilities of a SIG Chair include (but are not limited to) the following:

- (a) Advising the Society officers on issues related to the SIG.
- (b) Organizing a track of sessions on SIG-related topics at the INFORMS and international meetings
- (c) Notifying the Society officers that the SIG intends to hold a SIG Conference. This notification must be given at least twelve months before the target date of the conference.

9. Replacement of a SIG Chair. If for any reason a SIG Chair is unable to perform his or her duties, the Society’s officers may vote to remove a SIG chair. The Society President may then appoint a replacement to serve until the next Society election.

10. Terms of SIG Chairs. The terms of SIG chairs will be extended from one to two years, and elections will be staggered so that roughly ½ of the chairs go up for reelection in any given year. The transition from one to two-year terms will proceed as follows.

- (a) In the spring of 2011, the terms of the Service Management, Supply Chain Management, and Healthcare Operations Management SIG chairs will be two years, and those for iFORM and Sustainable Operations SIG chairs will be one year.
- (b) Beginning in 2012 all terms for SIG chairs will be two years.