

BY-LAWS OF THE TECHNOLOGY MANAGEMENT SECTION  
INFORMS (hereinafter, the Institute)

Article I – Name

The name of this organization shall be the Technology Management Section, hereinafter referred to as TMS.

Article II – Purpose

The general purpose of the TMS is to promote scholarship, teaching, and idea exchange in the fields of technology and innovation management. Specific research topics include, but are not limited to science and engineering based organizations; industrial research and development (R&D) laboratories; research units in universities, teaching hospitals, etc.; organizational processes by which technically-oriented activities are integrated into other company goals; innovation processes, and the development of technological innovations for competitive markets. In a closely related way, such studies may also focus on the characteristics and behavior of scientist, engineers, and other technical professionals; the flow of technical knowledge; the diffusion of innovations, technological forecasts and policies; and the behavior and management of project teams.

The specific activities of the Section will include:

- (1) Encouraging and supporting research related to technical organizations, technology, innovation, and the management thereof;
- (2) Promoting and conducting the exchange of information, concepts, ideas, and research results among those academicians and practitioners interested in technical organizations, technology, innovation, and the management thereof;
- (3) Promoting and conduction the exchange of information and views on issues and approaches to teaching about technical organizations, technology, innovation, and the management thereof;
- (4) Such other activities and services as are deemed useful by the officers and membership in advancing the state of knowledge and practice in the field of technical organizations, technology, innovation, and the management thereof.

Article III – Membership

Membership in the TMS shall be open to the Institute members in good standing, with interest in TMS purpose. Non-members of the Institute may become TMS members by paying the special fee for non-members of the Institute. All members of the TMS shall have equal rights and privileges except that only Institute members may hold TMS offices (see Article XI).

## Article IV – Officers and Their Responsibilities

Section 1 The officers of the TMS shall consist of a Chair, a Past Chair, a Chair-Elect, a Vice Chair-Programs, a Vice Chair-Membership and Communication, and such other appointed officers as approved by TMS elected Officers. All five elected and any appointed officers together shall constitute the Executive Committee.

Section 2 The Chair shall be the chief executive officer of the TMS and shall administer all affairs of the TMS with policy guidance from the Executive Committee and the Executive Officers of the Institute. The Chair is responsible for the conduct of TMS activities in a manner that will assure accomplishment of the TMS constitution, and the bylaws of the Institute. The Chair will appoint the Chief Information Officer, when appropriate; the Chair and membership of all committees, unless otherwise specified; and such ad hoc committees as are necessary, all subject to the approval of the Executive Committee. At the Annual Meeting of the Institute, the Chair presides over the TMS business meeting and reports on the status and progress of the TMS. The Chair is also responsible for the TMS budget and treasury activities.

Section 3 The Chair-Elect succeeds the Chair on the last day of the Annual Meeting of the Institute. The Chair-Elect will coordinate and supervise the TMS Doctoral Dissertation Award competition (see Article VIII), and will help arrange all accessories of the annual meeting (food, rooms, meeting times, etc.) whenever such are held during his/her tenure. Chair-Elect serves in the absence of the Chair and assists the Chair as necessary.

Section 4 The Vice Chair-Programs shall be responsible for planning and supervising the TMS program at the Annual Meeting of the Institute subject to the guidelines established by the Institute, as well as those of the TMS Executive Committee.

Section 5 The Past Chair serves as a counselor to the Chair and, as Chair of the Nominating Committee, is responsible for conducting and certifying the annual election. The Past Chair also will identify and make arrangements for a distinguished speaker for the Annual Meeting of the Institute.

Section 6 The Vice Chair-Membership and Communication shall be responsible for publishing a TMS newsletter, at least once a year in September so as to reach the membership well before the Annual Meeting of the Institute. The Vice Chair shall also be responsible for recording notes at the Annual Meeting of the Institute, and passing these on to the Chief Information Officer, and any direct communications to the membership (e.g., elections, special notices, etc.).

Section 7 The Chief Information Officer is appointed for a three-year term by the Chair with agreement by the Executive Committee. The Chief Information Officer shall be responsible for keeping up the TMS web page, and take direction on content of the web page from the Chair and Vice Chair-Membership and Communication.

Section 8 Approval of all expense reimbursement requests shall require approval of the Chair, who also acts as the treasurer. All reimbursement requests can be submitted to the Chair, who will review them with respect to the spending guidelines established by the Executive

Committee, the bylaws of the Institute, and reasonableness for the items claimed. If acceptable, the Chair will approve such requests and forward them to the Institute Subdivision Office for payment. If a request is not acceptable for any reason, the Chair shall discuss the matter with the individual submitting the request. If the explanation is satisfactory, the Chair will approve and process the request. If the Chair remains unsatisfied, the matter shall be held over until the next Executive Committee meeting during the following Annual Meeting of the Institute and shall be resolved by a majority vote of that Committee, subject to the bylaws of the Institute and the guidelines previously established by the Executive Committee.

#### Article V – Executive Committee

Section 1 The Executive Committee shall be the governing body of the TMS and shall guide the officers in the administration of TMS business. The Executive Committee shall consist of all officers of the TMS as listed in Article IV, Section 1. The Chair at his/her discretion may also appoint up to three at-large members of the Executive Committee for one year terms, renewable.

Section 2 TMS Executive Committee 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 TMS officers. Special meetings can be called by the Chair or a majority of the Executive Committee members. Special meetings will be held within forty days of the receipt of the request and Executive Committee members will be notified by the Chair of the date and place of the meeting at least two weeks prior to the meeting. All TMS Executive Committee meetings shall be open to TMS members.

Section 3 A majority of the voting Executive Committee members shall constitute a quorum. In special circumstances a ballot by one of the following media can be used to vote on an Executive Committee action: a) letter mail ballot; b) electronic mail ballot; c) web-based ballot; d) a combination of letter mail and electronic mail or web-based ballot. In this case a majority of the voting members of the Executive Committee must vote in order for the vote to be valid.

Section 4 Executive Committee officer vacancies that occur between elections shall be filled at the discretion of the Chair.

#### Article VI – Election Procedures and Tenure of Section Officers

Section 1 All elected officers shall be elected in accordance with process operating concurrently with that of the Institute election process. The Past Chair and the Executive Committee shall act as the Nominating Committee and shall prepare a slate consisting of at least two nominees for the office to be filled. At the TMS business meeting at the annual INFORMS fall meeting the Nominating Committee will announce its nominations to the TMS community. The Past Chair will prepare the election ballot and distribute it to the TMS membership after the fall meeting by one or more of the following: a) electronic mail; b) hardcopy newsletter; or c) other written form. Additional nominations can be made at any time prior to and including the TMS business meeting at the annual INFORMS fall meeting by written petition attested to by five (5) members in good standing of the TMS.

Section 2 Nominees for the positions of elected officers and additional Executive Committee members must be TMS members and Institute members.

Section 3 The elective office is: Vice Chair-Membership and Communication.

Section 4 The remaining officer slots will be filled on a succession basis as follows:

- Vice Chair-Membership and Communication to become Vice Chair-Programs
- Vice Chair-Programs to become Chair-Elect
- Chair-Elect to become Chair
- Chair to become Past Chair

Section 5 A Chair cannot be nominated to an elective position until at least two years after his/her term of Past Chair has expired.

Section 6 All elected positions terminate or go through the succession process as of the last day of the Annual Meeting of the Institute.

Section 7 The Past Chair shall forward official ballots to the TMS membership. 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 letter mail and electronic mail or web-based ballot. 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. The election must be completed prior to January 15 of the year following the annual meeting at which the candidate were nominated and will be deemed official when a letter certifying the results has been presented to the Chair by the Past Chair.

Section 8 The Past Chair of the TMS shall appoint tellers to receive ballots and to tally them. Tellers may not be TMS officers or candidates for office. The winning candidate for each position shall be the candidate receiving the largest number of votes. In the event of a tie vote for any position, the members present at the next membership meeting of the TMS shall choose between the tied candidates by written ballot. Winning candidates should attend the Executive Committee meeting as observers and shall assume their office following this meeting.

Section 9 In the event that any of the officers shall resign or do not wish to move to the next position in the succession, the Chair shall appoint a replacement. Should the Chair resign midway through the year the Executive Committee by a majority vote shall select a new Chair.

#### Article VII – Communications

Section 1 A Newsletter will be published by the TMS to facilitate communications and reporting of all TMS activities to the entire membership.

Section 2 The Vice Chair-Membership and Communication will be responsible for initiating and maintaining the Newsletter.

Section 3 A web page for the TMS shall be maintained and updated within one month of each Annual Meeting of the Institute.

#### Article VIII – Dissertation Award

There shall be a dissertation award given annually. This shall be managed by the Chair-Elect.

Section 1 A committee of 3-5 members will be appointed by the Chair-Elect. The Chair-Elect will lead the committee.

Section 2 Dissertations (or abstracts) are due by February 1. The Chair-Elect may choose to request full dissertations or detailed abstracts from which a subset of full dissertations will be requested.

Section 3 Selections will be made by April 1.

Section 4 Awards will be presented at the TMS business meeting during the Annual Meeting of the Institute (see Article IX).

Section 5 Dissertations that were defended no more than 2 years prior to February 1 are eligible.

Section 6 The dissertation award may be conducted jointly with another professional association such as the Academy of Management.

#### Article IX – Meetings

Section 1 There shall be a TMS annual business meeting held concurrently with the Annual Meeting of the Institute. Special meetings may be held as deemed necessary by TMS officers. The place and time of this meeting shall be announced at the Annual Meeting of the Institute, or earlier if possible. The quorum for action at the membership meeting shall be 5% of the membership or 15 members of the TMS, whichever is smaller.

Section 2 TMS Executive Committee meetings may be held whenever a quorum can be assembled. One Executive Committee meeting a year, normally at the Annual Meeting of the Institute shall be considered a minimum requirement.

Section 3 TMS officers shall meet on call of the Chair.

Robert's Rules of Order shall, at the option of the Executive Committee, govern all Board and TMS membership meetings except in those cases where they are inconsistent with this constitution.

#### Article X – Responsibility to the Institute

Section 1 The TMS shall operate in accordance with the constitution and bylaws of the Institute. Each year, normally after the Annual Meeting of the Institute, a TMS annual activity report will

be submitted to the Institute setting forth the significant accomplishments and activities of the TMS during the previous year and outlining a rationale for the budget projections for the following year. Additional reports shall be submitted to the Institute upon request.

Section 2 In the event of dissolution of the TMS, its assets shall become the property of the Institute.

#### Article XI – Ratification and Amendments

Section 1 Proposed amendments to these bylaws may be initiated either by action of the Executive Committee or by a petition to the Chair signed by 5% of the membership or 15 members of the TMS, whichever is smaller. The Chair shall distribute copies of the proposed change to all TMS members by electronic mail or written form well before the Annual Meeting of the Institute. An open discussion of the proposed amendment to the bylaws shall be carried out at the following TMS business meeting. Following the discussion, the proposed amendment may be voted on for necessary approval (requiring at least two thirds votes – see Section 2 below) of the members present during the business meeting. Alternatively, the meeting (by a majority vote) may defer the approval vote to the TMS membership through electronic or written vote through surface mail.

Section 2 In case of deferral not more than two months after the discussion of the proposed amendment, the Chair shall distribute to all members copies of the proposed amendment along with ballot forms by electronic mail, web-based, or written form. No ballot shall be counted unless marked by a TMS 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 TMS membership.

Section 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 chair. The tellers shall report the tally to the Chair 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 Chair.

Section 4 If approved by the TMS membership, the proposed amendment to the bylaws shall become effective immediately following the Chair's announcement of the results. These results will however need final approval by the Institute.