

Bylaws of the Association for Information Systems (AIS)

Special Interest Group on Enterprise Systems

ARTICLE I: PURPOSE AND ACTIVITIES

SECTION 1: NAME AND SCOPE

- a) This is a Special Interest Group of the Association for Information Systems.
- b) This organization will be called “Special Interest Group on Enterprise Systems.” It is also referred to by the acronym SIG-ES.
- c) The scope of SIG-ES is to discuss, develop ideas and promote the role of Information Systems (IS) in the global Enterprise Systems (ES) through research, education and community engagement. In conducting its activities, SIG-ES aims to contribute to better selection, implementation, management and overall lifecycle wide success of ES.

SECTION 2: MISSION AND PURPOSE

- a) The mission of SIG-ES is be a forum that brings together members of AIS who have an interest in, and passion for, organisational use of ES, its users and impacts as an area where IS has the potential to really make a difference.
- b) The purpose of SIG-ES shall include
 - Developing a multifaceted focus being cross disciplinary and bringing together research, practice, training, and education.
 - Seeking out other like-minded organizations (academic, industry, government) with an agenda that facilitates a better understanding of ES.
 - Encouraging members to leverage the intangible rewards of conducting research that is meaningful and beneficial to society
 - Promotion of enterprise systems as a new area of specialization, that can be incorporated into IS curricula, as well as research and practice.
 - Linking to other AIS-SIG seeking ways to leverage their specialty in the ES activities
- c) The activities of SIG-ES shall include
 - Promote ES research, teaching and service activities
 - Organize tracks at IS conferences
 - Pre-conference workshops and meetings
 - Promote special issues of IS journals
 - Facilitate curriculum development and dissemination
 - Create online initiatives to meet in ways that lower the footprint
 - Collecting and disseminating information on this emerging area to create a coherent body of knowledge

SECTION 3: CHARTER

- a) SIG-ES will exist until dissolved as provided in Bylaw 8 of the AIS.

ARTICLE II MEMBERSHIP

SECTION 1: MEMBERSHIP CLASSES

The SIG shall provide all classes of membership as contained in Article III of the Bylaws of AIS. All members of the SIG shall be members of AIS upon payment of the appropriate AIS dues.

SECTION 2: SIG DUES

The SIG-ES Executive Board shall have the authority to determine the SIG dues and other payments to be made by the members of the SIG annually. The annual dues of each member for the SIG shall be paid at the beginning of the membership year coinciding with the member's AIS membership year and collected by the AIS on behalf of the SIG. Additional charges may be nominated for special workshops, conferences and workshops held by the SIG-ES.

SECTION 3: MEMBER RIGHTS

Each member in good standing shall have the right to vote, participate in all SIG and AIS activities, and hold office in the SIG.

SECTION 4: TERMINATION OF MEMBERSHIP.

Resignation: A member of the SIG may terminate his or her membership at any time by submitting a letter of resignation to the Executive Board, removing the SIG from his or her membership portal list, or by not paying AIS and SIG dues within two (2) months of the date on which they are due.

Expulsion: A member may be expelled for conduct deemed prejudicial to the SIG by a two-thirds majority of the individual members in attendance at a general business meeting of the SIG where a quorum is present, provided that the member shall first have been served with a written notice explaining the reason(s) for the proposed expulsion, and shall be given an opportunity to challenge the proposed expulsion to those in attendance at the general business meeting.

ARTICLE III MEETINGS OF MEMBERS

SECTION 1: ANNUAL GENERAL MEETING

An annual general meeting (AGM) shall be held to install officers (if required by terms of office) and to conduct such business as required. The time, location, and other details of the meeting shall be determined by the Executive Board of the SIG and communicated to the membership.

SECTION 2: NOTICE OF MEETINGS.

A written or other notice stating the place, time, date, and hour of meetings shall be delivered to the membership at least two (2) weeks prior to the meeting. If e-mailed,

such notice shall be delivered to the e-mail address of each member as it appears on the records of the SIG. The AIS Executive Director shall also be notified of all SIG meetings within said time frame.

SECTION 3: QUORUM

Prior notice of the AGM and general business meetings having been given, 25% of the SIG members shall constitute a quorum for the purpose of such meetings of the SIG. If a quorum is not present, the AGM or general business meeting shall be adjourned until a quorum can be obtained. A quorum is not required for other meetings or events of the SIG.

SECTION 4: VOTING.

Each member in good standing with the SIG shall be entitled to one vote on business pertaining to the SIG. Decisions shall be by a majority of those participating and eligible to vote. On matters of general business, voting may be conducted by any means chosen by the Executive Board, including email. In regard to the election of officers, voting may be conducted by any means chosen by the Election Committee, including email. In regard to both election of officers and matters of general business, all members who are eligible to vote have both absentee and proxy voting rights.

ARTICLE IV EXECUTIVE BOARD

SECTION 1: MEMBERS OF THE EXECUTIVE BOARD.

The Executive Board shall consist of the officers of the SIG, the Immediate Past President of the SIG, and Directors (see Article V.2). The President of the SIG shall serve as the Chair of the Executive Board. Until an Immediate Past President is available, the membership shall elect an At-Large Director as a voting member on the Executive Board.

SECTION 2: DUTIES OF THE EXECUTIVE BOARD.

The Executive Board shall serve as the governing authority of the SIG. The Executive Board shall manage the property, business, and affairs of the SIG. The Executive Board may exercise all such powers of the SIG as defined by these bylaws and the bylaws of AIS. The Executive Board shall, in furtherance of, but not in limitation of its powers, and subject to review by AIS, have the authority and power to: represent the members of the SIG for all matters, internal and external; establish policies and practices for the SIG; and approve broad arrangements for all SIG activities.

SECTION 3: MEETINGS OF THE EXECUTIVE BOARD.

There shall be at least one annual meeting of the Executive Board. Additional meetings may be called by the Chair or by at least three members of the Executive Board. The meetings shall be held at a time, place, and manner designated by the Chair. Notice of the meetings shall be given in writing or orally at least two (2) weeks prior to the meeting. Other methods of meeting in addition to face-to-face may be used.

SECTION 4: QUORUM.

Presence of more than one-half of the members of the Executive Board shall constitute a quorum for the transaction of business at any meeting of the Executive Board.

SECTION 5: VOTING.

Decisions shall be by a simple majority of those present and voting. The Chair may exercise a casting vote if the need arises.

SECTION 6: PARLIAMENTARY PROCEDURE

Robert's Rules of Order shall govern all parliamentary procedure unless otherwise specified.

ARTICLE V

OFFICERS AND MEMBERS OF THE EXECUTIVE BOARD

SECTION 1: OFFICERS.

The officers of the SIG shall consist of the President, Secretary and Treasurer. No person may hold multiple offices at the same time. The officers of the SIG must be members in good standing with the SIG and AIS. The period of each office is two years unless decided otherwise by the Executive Board. However, extensions beyond two years can be approved by a majority of the membership present at the AGM. *(Note: Ideally, the two-year terms of the Secretary and Treasurer should be staggered so as to enhance the continuity of the Executive Board.)*

SECTION 2: DIRECTORS.

In the event that At-Large Directors of the SIG (such as Events Director, Publications Directors, etc.) are deemed to be necessary or desirable by the membership of the SIG, such additional Director positions may be established at the annual meeting. Directors shall serve from the date of the annual meeting at which they are elected for a term of two years and until their respective successors assume office.

SECTION 3: NOMINATION.

A Nominations and Election Committee chaired and selected by the Immediate Past President shall seek and nominate at least one candidate for each Officer and Director position to be filled on the Executive Board no later than 30 days prior to the annual election. Nominations may also be made by any member eligible to vote by sending the name of the nominee to the Election Committee no later than 30 days prior to the annual election providing the nominee has given prior consent.

SECTION 4. ELECTIONS.

The annual election of the SIG officers and the At-Large Directors (if any) of the Executive Board will be held during the annual general meeting of the SIG by a method to be chosen by the Nominations and Election Committee. Each voting member, as described in Article IV.4 above, shall be entitled to one vote. Voting shall be conducted in a manner deemed appropriate by the Election Committee. The nominee receiving the most votes cast shall fill each position.

SECTION 5: REMOVAL.

Any officer or member of the Executive Board may be removed by a vote of the majority of the voting members at an annual general or business meeting of the SIG, or by postal or e-mail voting by 25% of the SIG membership. Such a vote must be recommended and scheduled by the Executive Board. Notification to the voting members that a vote will be conducted for removal of an officer or member of the Executive Board must be made no less than two (2) weeks prior to the vote being taken.

SECTION 6: RESIGNATIONS.

Any officer or member of the Executive Board may resign at any time by giving written notice, including e-mail, to the President or Secretary of the SIG. Such resignation shall take effect at the time specified therein; and, unless otherwise specified, the acceptance of such resignation shall not be necessary to make it effective. The President may resign at any time by giving written notice, including email, to the AIS Vice-President of SIGs and Chapters and the AIS Executive Director.

SECTION 7: VACANCIES.

For offices other than President-Elect, a vacancy occurring in the elected offices for any reason shall be filled by appointment by the President with the approval of the majority of the Executive Board. A vacancy in the office of President or President-Elect shall be filled by election, regular or special, by the SIG's membership. Such appointment shall continue until the next annual general meeting. In the event that a vacancy occurs in the first year of a two-year term, the person elected at the next annual meeting shall serve a term of only one year, to restore the pattern of staggered elections.

SECTION 8: DUTIES OF THE PRESIDENT.

The President shall be the chief executive officer of the SIG. The President shall perform all duties that pertain to the office of the President and that may be assigned by the Executive Board. The President's primary duties shall be:

- Preside over all meetings of the members of the SIG.
- Call and chair all Executive Board meetings.
- Designate all committees and their chairpersons, with the concurrence of the Executive Board.
- Supervise all other officers of the SIG and see that their duties are properly performed.
- Accept and receive donations, gifts, devises, and bequests.
- Coordinate the SIG's activities and conduct any necessary business with external organizations.
- Ensure that all orders and resolutions of the Executive Board are put into effect.
- Submit at the annual general meeting an annual activity report of the operations of the SIG for the preceding year.
- Assure the timely submission of all requested forms, documents, and communications to and from AIS.

SECTION 9: DUTIES OF THE SECRETARY.

The Secretary shall be the chief administrative officer of the SIG and shall perform all duties that pertain to the office of Secretary and that may be assigned by the President and the Executive Board. The secretary's primary duties shall be to:

- Keep minutes of the annual general meeting and other business meetings of the SIG.
- Attend the meetings of the Executive Board and act as the clerk thereof and record all the acts, notes, and minutes of the meeting.
- Submit an annual Activity Report (and any other reports) to the AIS Vice President of SIGs and Chapters as requested.
- Notify SIG members and members of the Executive Board of all meetings.
- Perform other duties as time to time assigned by the President.

SECTION 10: DUTIES OF THE TREASURER

The Treasurer shall be the chief financial officer of the SIG and shall perform all duties that pertain to the office of Treasurer and that may be assigned by the President and the Executive Board. The treasurer's primary duties shall be to:

- Maintain the financial records of the SIG and produce an annual financial report.
- Review all applications for membership and maintain a membership roster.
- Submit an annual Financial Report to the AIS Vice President of SIGs and Chapters.

SECTION 11: DUTIES OF THE IMMEDIATE PAST PRESIDENT.

The Immediate Past President of the SIG shall serve as a voting member of the Executive Board and as the chair of the Nominating and Election committee. The Immediate Past President will assist the President as required, and chair annual and special meetings in the absence of the President.

SECTION 13: DUTIES OF DIRECTORS

The duties of At-Large Directors will be determined and defined by the Executive Board.

ARTICLE VI COMMITTEES

SECTION 1: SPECIAL COMMITTEES.

The President, with the concurrence of the Executive Board, may establish and appoint special committees, not having and exercising the authority of the Executive Board, to aid and assist the President and the Executive Board in the management of the affairs of the SIG.

SECTION 2: NOMINATING AND ELECTION COMMITTEE.

Not less than forty (40) days prior to the annual election of officers and directors, the Immediate Past President, with the consent of the Executive Board, shall appoint at least two (2) additional members to a Nominating and Election Committee chaired by the Immediate Past President. This Committee will consist of voting members of the SIG. This committee will prepare a slate of nominees for SIG offices and conduct the subsequent annual election of officers and directors of the SIG according to the processes and procedures set out in preceding sections.

ARTICLE VII

FINANCES

SECTION 1: FISCAL YEAR.

The fiscal year of the SIG shall coincide with the fiscal year of AIS.

SECTION 2: FINANCIAL ACCOUNTS.

The Treasurer shall establish and maintain bank accounts for the financial assets of the SIG. Only the President and the Treasurer may make deposits and withdrawals from these bank accounts.

SECTION 3: ASSETS.

The SIG may buy, own, and/or dispose of assets, financial or otherwise, that are necessary or desirable in the pursuit of the SIG's goals and objectives.

SECTION 4: LIABILITIES.

The SIG shall not enter into any contract or agreement or undertake any action that could result in any obligation or liability to AIS without the express written consent of the AIS Executive Director.

SECTION 5: FINANCIAL REPORTS.

The Treasurer shall provide to the Executive Board an annual written report of the financial status of the SIG, which any member of the SIG may inspect upon request. This report shall also be submitted annually to AIS, through the AIS Vice President of SIGs and Chapters. An independent representative appointed by the Executive Board shall review the Treasurer's accounts annually at the end of the fiscal year.

SECTION 6: FUND DEPOSITS.

All funds of the SIG shall be promptly deposited in qualified bank accounts established in the SIG's name by the SIG Treasurer. Any funds acquired by the SIG shall be clearly marked for and deposited to the account of the SIG. Funds of the SIG shall not be co-mingled with the funds of any other entity notwithstanding that said funds may be deposited with and managed by AIS.

SECTION 7: FUND DISBURSEMENTS.

Checks for all disbursements of funds of the SIG shall be signed by the Treasurer, or by the President, or by the AIS Executive Director (or designee).

SECTION 8: DISSOLUTION.

Prior to dissolution of the SIG, a special meeting shall be convened to nominate representatives to manage the disposition of the assets of the SIG. After paying or making provision for the payment of all the liabilities of the SIG, the remaining assets of the SIG shall be remitted to AIS.

ARTICLE VIII

AMENDMENTS

SECTION 1: AMENDMENTS

Amendments to these bylaws shall be adopted by two-thirds (2/3) vote of the members present at any regular meeting held one month or more after a regular meeting at which the proposed amendment(s) were read, or after giving written

notice thereof (electronic is acceptable) to the membership one week prior to the action on such amendment(s).

Section 2: APPROVAL

These bylaws and all amendments or additions thereto shall not become effective until approved by the Association for Information Systems.