



# **Section 4**

## **Administration**

## **NUMBER 4.1 DUTIES OF THE PRESIDENT AND THE PRESIDENT-ELECT**

***EFFECTIVE: JANUARY, 2015***

***(FROM WINTER 2015 BOD MTG)***

### ***POLICY***

The President shall be the chief executive officer of the Institute, performing all duties required by the Constitution and Bylaws as well as those specified by the Board.

The President, who must be a member of INFORMS when nominated, shall serve on the Board for three years, including one year as President-Elect, one year as President, and one year as Past President. The President is not eligible to serve two successive terms.

The President-Elect shall assist the President, carrying out such duties as may be assigned by the President. Or, in the case that the President is not able to serve, the President-Elect shall serve as President.

The President shall be the Board Liaison for the Executive Committee. The President-Elect shall be the chair of the Committee on the Board.

### ***PROCEDURES***

This is a listing of activities of the President and President-Elect by month. Those activities not otherwise identified are duties of the President.

#### **January**

- Meet with INFORMS office staff; review action items from Fall Board Meeting and review planned direction and interaction between President and INFORMS office
- Announce dates for INFORMS Board activities in next 12 months
- Assign/appoint Committee Chairs and Members, Board Liaisons and External Liaisons to outside societies, e.g., ASA, SIAM, MORS, ISSS, IASA, IIE, IEEE, DSI, MPS, CORS, CBMS, APHA, ACM, Winter Simulation Conference, NRC, COSSA, AAAS, ASQC, IFORS (start earlier!)
- Charge letters to Board and External Liaisons, selected Committee Chairs, and others
- Provide information on appointments for Internal Directory
- Review President's letter for 4th membership renewals
- Supply signature cuts for various form letters (may be requested in prior month)
- Signature cards/resolutions for banking requirements

### **January (continued)**

- Congratulations letter to new Board Members and Officers
- Nominate and obtain Board approval for all committee members not already named
- Review and finalize agenda; prepare President's Remarks; schedule times for agenda items; remind Board Liaisons of reports due or action items needing attendance prior to Winter Interim Meeting, if any.

### **February**

- Winter Interim Meeting (optional)
- Prepare editorial for April *OR/MS Today*
- Letters from INFORMS office Division Directors to Committee Chairs

### **March**

- Review and finalize agenda for Spring Board meeting; prepare President's Remarks; schedule times for agenda items; remind Board Liaisons of reports due or action items needing attendance prior to Spring Meeting.

### **April**

- Finalize date/location for Summer Interim Meeting, if any
- Spring meeting (may be May)
- Communicate schedule and hotel arrangements to the Board

### **May**

- Review preliminary hotel arrangements for Summer Interim Meeting, if any
- Thank you letter and certificate of appreciation to General Chair of Spring Meeting, if any.

### **July**

- Review and finalize agenda; prepare President's Remarks; schedule times for agenda items; remind Board Liaisons of reports due or action items needing attendance prior to Summer Interim Meeting, if scheduled for August (maybe September or not at all).

### **August**

- Place notice in September *OR/MS Today* regarding INFORMS seeking nominations
- Summer Interim Meeting (optional)

### **September**

- Solicit suggestions for Committee chairs and members from Board members, Executive Committee, Vice Presidents, and others. Ask Vice President of Subdivisions to solicit suggestions from all subdivisions. Do not overlook past Moving Spirit Award recipients.
- Appoint teller(s) for election ballots
- Review and finalize agenda; prepare President's Remarks; schedule times for agenda items; remind Board Liaisons of reports due or action items needing attendance prior to the Fall Meeting
- Prepare editorial for December *OR/MS Today*

### **October**

- Place notice in December *OR/MS Today* regarding INFORMS seeking nominations
- Select members for Nominating Committee and plan strategy; set up initial meeting; collect names of suggested nominees
- Fall Meeting (maybe November)
- At Fall meeting, President-Elect shall nominate and obtain Board approval for all committee chairs to serve during his or her term as President. President-Elect will often find it advisable to name chairs of committees from among current or former members of those committees.

### **November**

- Letter making appointment as INFORMS External Liaison to IFORS official effective January 1
- Letters of appointment (or reappointment) for journal editors starting new terms, as appropriate.

### **December**

- Thank you letter(s) as needed to those who have completed his/her term(s) on Committee(s) or as Editor(s)
- Certificates of Appreciation to departing Board Members

**Other Items Which Occur Throughout the Year:**

- Thank you letters for contributions (financial or service), such as new editor search committees or journal review committees
- General correspondence: refer/delegate to appropriate Board Liaisons as applicable
- Refer volunteers to Board Liaisons and Committee Chairs for offered service
- Charge Board Members/Liaisons and Committee with appropriate goals/direction
- Appoint teller(s) for ballots, including ballots related to Constitutional and/or Bylaws changes, etc.
- Call Board Meetings to convene.
- Annually appoint ad hoc committees in consultation with the President-Elect and with Board approval.
- Fight fires!
- Thank INFORMS office for job(s) well done!

**NUMBER 4.2            DUTIES OF THE SECRETARY**

***EFFECTIVE: JULY 2009***

***POLICY***

The Secretary shall perform the duties usual to the office of an organization secretary and those required by the INFORMS Constitution and Bylaws and by actions of the INFORMS Board.

The principal duties of the INFORMS Secretary are to:

- Prepare the agenda for the Board of Directors meetings, Executive Committee meetings, and any other official meetings,
- Record the minutes of such meetings and file the minutes together with documentary materials presented at the meeting,
- Answer correspondence directed to the Secretary or route it to the appropriate individual for appropriate action,
- Write letters to the nominees for Officer and Board elections, confirming nomination and requesting them to submit their election materials (biographical sketch, vision statement, and photo) by May 31,
- Notify the membership of the slate of nominees for Officer and Board elections, of the winners in such elections, and of any proposed changes in the Constitution and Bylaws,
- Prepare the Board Book with the agenda, the minutes of the previous meeting, and current reports on the activities of each Board member, Director, committee, and External Liaison for use by the Board at each Board meeting,
- Conduct and maintain correspondence resulting from deliberations of the Board.

In general the Secretary and the INFORMS Board Services Administrator cooperate to perform these duties. The Secretary has overall responsibility for their effective and timely performance.

***PROCEDURES AND TIMELINES***

**Board Meetings**

Fall (FA); Winter (WI), Spring (SP), Summer SU)

Board Book (BB)				
	<b>Meeting</b>	<b>Task</b>	<b>Notify</b>	<b>Timing</b>
1.	FA, WI, SP, SU	Arrange Board dinner with INFORMS Board Services Administrator. Send invitation to Board with RSVP to Board Services Administrator set at approximately 2 weeks prior to dinner.	Board, Executive Director, Directors	T– 35 days
2.	FA, WI, SP, SU	Email call for BB postings	Board, Executive Director, Directors	T– 31 days

3.	FA, WI, SP, SU	Begin coordinating Board meeting agenda and Executive Committee meeting agenda with President	Board, Executive Director, Directors	T- 21 days
4.	FA, WI, SP, SU	Report postings close on BB	Board, Executive Director, Directors	T- 10 days
5.	FA, WI,  SP, SU	Prepare final agenda and a list of motions for Board	Board, Executive Director, Directors	T- 07 days
6.	FA, WI, SP, SU	Attend Executive Committee meeting; take minutes		T- 0 day
7.	FA, WI, SP, SU	Deliver BB to Board members (includes agenda, reports from Board members, liaisons, committees, executive director, and directors, and minutes from previous meeting)		T- 0 day
8.	FA, WI, SP, SU	Attend Board meeting; take minutes		T- 0 day
9.	WI	Remind the Board members of the delegation of authority and responsibilities which it gave to the Subdivisions Council according to Section 15.1 of the P&P Manual.	Board	T- 0 day
10.	FA, WI, SP, SU	Forward materials distributed at the meetings to absent Board members if requested		T+ 07 days
11.	FA, WI, SP, SU	Email Executive Committee meeting minutes and draft Board meeting minutes to Executive Committee	Executive Committee	T+ 35 days
12.	FA, WI, SP, SU	Ensure previous meeting's minutes, as approved by Board, are posted on the INFORMS web site		T+ 42 days

**Election Cycle**

	<b>Task</b>	<b>Notify</b>	<b>Timing</b>
1.	Get slate of nominees for officers and Board from nominating committee. Write to nominees to confirm all nomination and to request biographical sketches, materials vision statements, and photos for the ballot. Board Services Administrator/Secretary by June 1	Nominees	After slate received;
2.	Send slate of nominees for officers and Board to OR/MS Today for the April issue. Include statement that additional nominees by petition of at least 50 members are accepted by the Secretary if received with all materials needed for ballot by May 31.	OR/MS Today	February 15
3.	Write to nominees to confirm nomination and to request biographical sketches, vision statements, and photos for the ballot.	Nominees	March 1
4.	Submit vision statements for President-Elect nominees to OR/MS Today for publication in August issue.	OR/MS Today	June
5.	Prepare ballot no later than July31. Review ballot for completeness and accuracy.		June/July
6.	Receive notification from external ballot administrator of results of election.		October 1 <sup>st</sup> , or next working day
7.	Notify nominees of the election results. Prepare an announcement of the election results for fall meeting and OR/MS Today	OR/MS Today	When notified of results

**Changes in the Constitution**

	<b>Task</b>	<b>Notify</b>	<b>Timing</b>
1.	Inform all members of proposed change and announce when change will be discussed at business meeting		At least 21 days before meeting
2.	Distribute copies of proposed change, explanation of purposes of change (pro and con statements), ballot forms and effective date of change to all members.		Within 56 days after meeting
3.	Receive ballots no later than a date specified by Secretary		Within 60 days after Task
4.	Announce result of balloting to membership.		#2 ASAP



**Email or Written Mail Ballots of the Board**

	<b>Task</b>	<b>Notify</b>	<b>Timing</b>
1.	Distribute ballot with due date for its return.		At time T
2.	Upon completion of a ballot on a motion put to the Board, distribute the results of the ballot, including the vote of each Board member, by email to all members of the Board.		Within 1 week of completion of ballot.
3.	Include results of ballot in the agenda and minutes of the next Board meeting.		At next Board meeting

**Other Tasks**

	<b>Task</b>	<b>Notify</b>	<b>Timing</b>
1.	Assist Executive Director with collection of signed Conflict of Interest (P&P 2.5) statements.	Executive Director	After elections or appointment

***RELATED DOCUMENTS:***

- INFORMS Constitution, Article II – Bylaws
- INFORMS Constitution, Article IV – Board of Directors
- INFORMS Constitution, Article V – Officers
- INFORMS Constitution, Article IX – Amendments
- INFORMS Bylaw 2 – Board of Directors
- INFORMS Bylaw 3 – Nominations and Elections

## **NOMINATIONS AND ELECTIONS FOR THE BOARD**

***EFFECTIVE: 2016 January Board Meeting  
(Editorial Changes November 2016)***

### ***POLICY***

As prescribed by the Bylaws, a Nominating Committee will be chaired by the immediate Past President, and composed of five members with Board approval. The purpose of the Committee is to nominate one or more candidates for each office to be filled. All members of the Nominating Committee must be members of INFORMS. Election voting shall be by approval voting.

### ***PROCEDURES***

The Nominating Committee shall be chaired by the Past President. By November 15, the President shall appoint, with the approval of the Board, four additional members who will complete the Nominating Committee that the President will chair as Past President. One of the four shall be the newly elected President- Elect. If the President is unable to serve, the President-Elect shall, with the approval of the Board, appoint the Nominating Committee as its Chair.

### ***Candidate Eligibility***

Nominees for Officer and Board positions should have a history of successful service to the Institute and the profession. In addition, to the degree possible, the slate should represent relevant constituencies of the Institute including the dimensions of practitioner/academic, university/industry/government, professional interest area, and geography. Also, representation of the various minority groups within the Institute is encouraged. All nominees must be members of the Institute at the time of nomination. The Secretary, Treasurer, and Vice Presidents serve two-year terms, but may be re-elected for at most one additional term. Because these offices involve a significant learning experience, first- term incumbents maybe nominated without opposition for a second term for continuity and stability. It is desirable to stagger the two- year cycles for Secretary and Treasurer. When nominating the Vice Presidents for Meetings and Publications, generally it is desirable to nominate candidates who have experience managing meetings and publications, respectively. When nominating the Vice-President for Information Technology, it is desirable to nominate candidates with information technology knowledge and experience.

The INFORMS Section on Practice and the Roundtable Board of Directors shall establish a procedure to nominate a list of at least two (2) candidates to be submitted to the nominating committee of INFORMS in a timely manner. The Nominating Committee of INFORMS will select at least one nominee for the office of Vice President of Practice Activities from that list but may add other nominees, with voting on the nominees to be by approval voting by the INFORMS membership.

## Number 4.3

In accordance with Bylaw 3, Number 4, a petition of at least 50 members can put a nomination on the ballot in addition to those nominated by the Nominations Committee. This petition may be conducted via email if the procedures below are followed:

1. The nominator will accumulate the emails from petitioners and submit to the Secretary and
2. Business Office as a group by the date set in bylaw.
2. Each petitioner will be checked for membership in the Institute.
3. The email from each petitioner must make it clear that they intend to sign a petition to nominate.

A preferred wording is, "I support the petition to nominate <enter candidate> for INFORMS <enter position> for year <enter year>."

### ***Conduct of Candidates During Elections***

Campaigning -- here defined as centrally (by INFORMS and its subdivisions) organized mass communications individually directed to INFORMS members is discouraged in any INFORMS election. The Secretary will so advise candidates for office, either directly or through the Nominating Committee or other group involved in designating nominees, when they are confirmed as candidates for office. INFORMS will not provide resources such as electronic lists, or other information or materials to facilitate individually directed mass communications, including communications by mail, e-mail, fax, or telephone. Conversely, candidates are encouraged to communicate their views and qualifications by means of a candidate vision statement to be published in OR/MS Today and INFORMS-On-Line. Candidates

May also communicate their vision via INFORMS branded blogs, LinkedIn groups, Google+ circles, Facebook, Twitter, INFORMS Connect and other similar social media outlets. The Secretary shall assure that all candidates for office are advised of all such outlets and the means to participate in them.

### ***Notification of Outcomes of Elections***

As soon as practicable after balloting is closed, the Secretary will inform each candidate as to whether he or she was elected to the office for which he or she was standing. The Secretary will also cause the list of persons elected to be posted on the INFORMS Web site as soon as possible. The vote counts for elections will not be released.

Number 4.3

***PROCEDURES***

<i>Who</i>	<i>Does What</i>	<i>When</i>
Chair	Requests relevant past information from the INFORMS office	October
Chair	Writes and submits article to <i>OR/MS Today</i> soliciting suggested nominees from the membership.	To appear in October and December issues
Chair	Writes letter to Board soliciting suggested nominees.	By October 1
INFORMS Section on Practice & Roundtable	Provide to Nominating Committee their recommendation(s) for nominees for Vice President of Practice Activities, if that position is due to be filled.	February 1

### Number 4.3

Chair	Issues report to Secretary with Nominating Committee's slate of nominees; thanks Committee for their work.	February 15
Secretary	Submits slate to <i>OR/MS Today</i> for publication and solicits nominations by petition.	To appear in April issue
Subdivision representatives	Nominate candidates for open positions of Directors representing subdivisions	Normally at Fall Meeting; at least by May 15
Secretary	Receives and verifies petitions for additional nominations; receives all materials needed for ballot preparation, including candidate biographies and vision statements, from all nominees for all offices.	By May 31
Secretary	Submits slate of nominees for Directors representing subdivisions to <i>OR/MS Today</i> for publication.	To appear in June or August issue
Secretary	Submits vision statements of candidates for President-Elect to <i>OR/MS Today</i> for publication	To appear in August issue
Secretary	Prepares ballot. Ballot includes request for nominees for next year.	To be mailed no later than July 31.
Secretary	Arrange for tellers and have ballots counted.	Before Fall Meeting
Chair	Transfers "knowledge gained" to next year's chair.	October
Secretary	Notifies candidates of the result of the election.	ASAP after ballots counted
Secretary	Announces results of election to members	Fall Meeting and first possible issue of <i>OR/MS Today</i>

### ***RELATED DOCUMENTS:***

INFORMS Policies and Procedures Manual, Appendix I, Bylaw 3: Nominations and Elections

## **NUMBER 4.4 EXECUTIVE COMMITTEE**

***EFFECTIVE: JANUARY, 1997***

### ***POLICY***

The Executive Committee is established to facilitate the operation of the Board. The President is the Board Liaison for the Executive Committee.

### ***PROCEDURE***

#### ***S Membership***

The Executive Committee shall consist of the President, President-Elect, Secretary, Treasurer, and Past President, and shall act to facilitate the operation of the Board.

#### ***Functions***

The Executive Committee facilitates the operation of the Board and provides leadership for it. The Executive Committee sets the time and place of Board meetings. The Executive Committee reviews and approves the agenda for each meeting of the Board. When so directed by the Board, the Executive Committee handles specific administrative matters between meetings of the Board. The Executive Committee periodically reviews the progress of the Board and makes suggestions for improvements that will further the mission of the Board.

See Number 15.1, Subdivisions Committee, Functions section, for procedures related to expenditure approval of subdivision and special interest meetings. These procedures may involve action by the Executive Committee, as indicated in this procedure.

#### ***Meetings***

The Executive Committee meets at least once (usually by conference call) before every meeting of the Board. Other meetings may be called by the President.

## NUMBER 4.5      BOARD LIAISONS

*EFFECTIVE: AUGUST, 2007*

### *POLICY*

In order to insure timely and accurate communication between the Board and its Committees, and to promote effective committee operation, each committee shall have a liaison that is a Board member. This includes standing committees, ad hoc committees, and any other entity that should be represented at a Board Meeting.

### *PROCEDURES*

The President appoints board liaisons each January. In general, all liaisons should introduce themselves and offer assistance to their committee chairs soon after appointment.

A committee's liaison has these responsibilities:

- a) Ex officio member: The liaison will serve as an ex officio member of the committee. Normally this includes being copied on broadcast e-mails and mailings, and being invited to all teleconferences and other meetings.
  
- b) Written reports: The liaison will ensure that the committee prepares a written report to the Board at least twice per year and that it appears on the EBB.
  
- c) Oral Reports on EBB: The liaison will ensure that oral presentations from Board Liaisons and committee chairs, including Treasurer reports and budgets, reports from other Executive Committee members, reports and presentations from vice presidents, as well as reports from the various committee chairs, are posted to the EBB. Ideally material should be posted in advance of the Board meeting and should appear in the printed board book. Presentations that are not posted to the EBB prior to the meeting should be given electronically to the INFORMS Secretary as well as the INFORMS Board Liaison Staff member within 48 hours of the board meeting for posting on the EBB. The Executive Committee may decide that certain presentations (e.g., those dealing with personnel matters) are Confidential and are not to be posted to the EBB. However, budgets are not to be deemed Confidential.
  
- d) Accountability: The liaison will account to the Board for funds given to the committee with a report. The funds can be normally budgeted funds or special funds allocated after the budget, or discretionary funds. The report should include how the funds were spent and what the impact was. The report is due at the Board Meeting immediately following the end of the activity being funded. The Motion requesting funds should include a due date for the accountability report in cases where the funds are obtained with a separate motion.
  
- e) Act as committee's spokesperson: The liaison, in the absence of the committee chair during Board meetings, will speak on behalf of the committee.

## NUMBER 4.5

### Page 2

- f) Relate Board's Response to committee: The liaison will relate the Board's procedures, actions, requests, and intentions to the Committee.
  
- g) Monitor committee: The liaison will monitor the activities of the committee, and take facilitating and remedial actions when appropriate to promote effective committee operation.
  
- h) Advise the Executive Committee: The liaison will advise the Executive Committee of persistent problems.



## NUMBER 4.6 PROCESSING PROPOSED CHANGES TO THE CONSTITUTION OR BYLAWS BY PETITION

*EFFECTIVE: JANUARY, 1995*

### ***POLICY***

A petition to the Secretary proposing a change to the Constitution or Bylaws, will be processed in such a manner as to not only satisfy the conditions of the Constitution, but also allow the arguments for and against the proposed change to be presented fairly to the voting membership. The following procedures have been adopted to carry out this intent.

Any inquiry from an INFORMS member as to how to petition for a change in the Constitution or Bylaws must be referred promptly to the Secretary who will respond to the inquiry in writing, including a copy of this Policy and Procedure with the response.

### ***PROCEDURES***

<b><u>Who</u></b>	<b><u>Does What</u></b>	<b><u>By When</u></b>
Petitioner	Submits petition with at least 100 valid signatures to Secretary	Must be received by Secretary no later than T - 16 weeks
Secretary	Uses resources of INFORMS office to validate signatures on petition and responds to petitioner and President by letter certifying that petition is or is not valid.	T - 14 weeks
Secretary	Submits amendment and notice of discussion to be held at next national meeting to <i>OR/MS Today</i> for publication in next issue.	T - 14 weeks
President	Designates who will prepare Council vision statement, con statement, and rebuttal to pro statement.	T - 12 weeks
<i>OR/MS Today</i> Editor	Publishes material received from Secretary in next issue of <i>OR/MS Today</i> .	T - 6 weeks (By T - 21 days under Constitution)

<u>Who</u>	<u>Does What</u>	<u>By When</u>
Petitioner or petitioner's designee	Submit pro statement to Secretary*	Must be received no later than T - 2 weeks
President's designee	Submit con statement to Secretary.	Must be received no later than T - 2 weeks
Treasurer	Submit financial impact statement to Secretary.	Must be received no later then T - 2 weeks
Secretary	Distribute amendment, pro statement, con statement, and financial impact statement to petitioner and Board	T - 2 weeks
Board	Adopt a motion expressing Board's position, if any, on the amendment.	T - 1 day
INFORMS Members	Discuss amendment at business meeting.	T
Petitioner or petitioner's designee	Submit rebuttal of con statement to Secretary.	Must be received no later than T + 4 weeks
President's designee	Submit rebuttal of pro statement to Secretary.	Must be received no later than T + 4 weeks
Secretary	Send copy of rebuttal of pro statement to petitioner.	T + 4 weeks

\* Note: There is to be only *one* pro statement and only *one* con statement prepared for the ballot. If multiple con statements are received, the Secretary should forward them to the President's designated con statement writer. Similarly, if multiple pro statements are received, the Secretary will forward them to the President's designated pro statement writer.

<b><u>Who</u></b>	<b><u>Does What</u></b>	<b><u>By When</u></b>
Secretary	Send copies of amendment, pro statement, pro statement rebuttal, con statement, con statement rebuttal, fiscal impact statement, and the Board's motion to President.	T + 4 weeks
Secretary	Assembles ballot information sheet which includes the following items:  - current and proposed wording of the affected section(s) of the Constitution or Bylaws, and effective date. - pro statement - rebuttal of pro statement - con statement - rebuttal of con statement – Board position - financial impact statement - President's remarks, if any	T + 5 weeks
Secretary	Submit ballot information sheet to President.	T + 5 weeks
INFORMS office	Print ballot and ballot information sheet and distribute to all members by first class mail.	T + 56 days
Members	Vote and return ballot by mail to INFORMS office.	By date specified, no more than 60 days after ballot mailed
President	Appoint at least two Tellers to oversee counting of ballots.	By ballot closing date
Secretary	Report outcome of ballot to petitioner by letter.	1 week after ballot closing date

**Who**  
Secretary

**Does What**  
Announce outcome of ballot to  
membership in next issue of *OR/MS*  
*Today*.

**By When**

Publications deadline of next issue of  
*OR/MS Today*.

## **NUMBER 4.7            NORAM VICE PRESIDENT**

***EFFECTIVE: September 2015***

### ***POLICY***

INFORMS and CORS/SCRO are the constituent societies of NORAM, the Association of North American Operations Research Societies within IFORS. NORAM is entitled to elect one IFORS Regional Vice President to represent NORAM for a three-year term as specified in the IFORS Statutes and Bylaws. INFORMS and CORS/SCRO have agreed that the manner of election is that one of the two societies will be responsible for furnishing the Vice President.

Beginning with the term 2016 – 2018, INFORMS chooses the candidate for the Vice President of NORAM for three 3-year terms for a total of 9 years, then CORS/SCRO chooses the candidate for the Vice President of NORAM for one 3-year term, then it goes back to INFORMS for another three 3-year terms. The NORAM VP serves a term concurrent with the term for the IFORS President and IFORS Vice President. The member society with responsibility for furnishing the Vice President should choose the candidate for Vice President and inform the other member society of NORAM of its choice at least seven months before the changeover date specified in article 5.1 of the IFORS Statutes, which is January 1 of a year exactly divisible by three. The second society has two months to voice any concerns or objections held by a majority of its council. The society proposing the candidate should consider these concerns or objections before making the final selection of the Vice President.

### ***PROCEDURES***

1. For the year during which CORS/SCRO select the Vice President of NORAM:

- a) In the Spring of the year preceeding the start of the term of office and every twelve years thereafter, INFORMS' Representative to IFORS will solicit from CORS/SCRO the name of their nominee for IFORS Vice-President and the background information necessary to prepare and submit a report to the INFORMS Vice President, International recommending the Board vote to approve the CORS/SCRO nominee.
- b) The Board will consider this request within two months of receipt or the recommendation or request more time for consideration. The Board approves the nominee, or if not, agrees on a statement of concerns or objections which will be conveyed to CORS/SCRO by the Vice President, International.

2. For the year during which INFORMS to select the Vice President of NORAM:
  - a) In the Spring of the year preceding the start of the term of office, and every succeeding three years, except every twelfth year when CORS/SCRO chooses the Vice President, the INFORMS Representative to IFORS will notify the INFORMS Vice President, International that INFORMS has responsibility for appointment an IFORS NORAM Vice-President for the upcoming three-year terms; the Representative will recommend one or more candidates.
  - b) At its next meeting, the Executive Committee will receive a report from the Vice President, International requesting selection of the proposed nominee for IFORS Vice President. The Vice President, International shall notify CORS/SCRO of the INFORMS nominee and solicit comment requesting that comments or assent be provided within two months if possible.
  - d) At its next meeting, after receiving comments and/or agreement from CORS/SCRO, but no later than the Annual Meeting, the Vice President, International shall put forth a motion to the Board to vote to approve the appointment of the NORAM Vice President, noting the Executive Committee's action and comments and/or agreement received from CORS/SCRO.
  - e) The Vice President, International, will notify the IFORS Secretary of the final selection.

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## **NUMBER 4.9           INFORMS OFFICE AND THE ROUNDTABLE**

***EFFECTIVE: JANUARY, 2015***

*(FROM WINTER BOD 2015  
MTG)*

### ***POLICY***

A senior person from the INFORMS office shall customarily serve as a liaison to the Roundtable Board.

### ***PROCESS***

The Roundtable shall regularly share with INFORMS leadership its views, its suggested initiatives and its implementation plans on the important problems and opportunities facing operations research and the management sciences as a profession and on the ways in which INFORMS can deal proactively with those problems and opportunities. Each year, the Roundtable shall meet with the INFORMS Board to address matters of mutual concern, using an agenda jointly developed by the Roundtable Board and the INFORMS Vice President of Practice Activities.

### ***RELATED DOCUMENTS:***

INFORMS Policies and Procedures Manual, Section 12.3, Vice President of Practice Activities  
INFORMS Policies and Procedures Manual, Appendix IX, Bylaws of the Roundtable



NUMBER 4.10

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***NUMBER 4.11      CRITICAL FUNCTIONS***

**EFFECTIVE: MAY, 2000**

***POLICY***

Volunteer Institute members and professional staff both play important parts in the functioning of the Institute. Volunteers exercise critical policy and control functions, and provide valuable perspective on the Institute's various activities. By the nature of their involvement, they can generally devote only part of their time to Institute activities. Professional staff on the other hand, fills key positions involving the day-to-day operation of the Institute, and they provide professional competence in functional areas.

Operational activities or functions of the Institute for which interruption or delay could result in financial loss, exposure to liability, or serious public relations difficulty, will generally be the responsibility of professional staff under the management of the Executive Director. Such activities include, but are not limited to, financial accounting, handling of receipts and payments, maintenance of records, operational management of meetings, production management of publications, and vendor relationships.

**NUMBER 4.12**

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## NUMBER 4.13      DONATION POLICY

***EFFECTIVE: April, 2014***

*(Revised: 2014 Spring Minutes)*

### ***POLICY***

INFORMS welcomes the donation of gifts that will fulfill INFORMS' mission and further our awards and recognition activities. INFORMS receives and manages gifts to strengthen and promote programs, awards and other recognition activities, and the mission of INFORMS.

Gifts may be accepted from individuals, corporations, foundations and other organizations for purposes stated above. All gifts to INFORMS will be received through the office of the Controller and are accepted subject to approval by the Executive Director. INFORMS only accepts irrevocable gifts. The gifts are managed by the INFORMS staff, the Investment Committee, and, when designated, a fund oversight committee.

### **Acceptance Policy**

Gifts INFORMS receives must not inhibit INFORMS from seeking gifts from other donors. All gifts will be processed according to INFORMS practices in a timely manner. All gifts shall be acknowledged with an appropriate receipt and letter. INFORMS values and will protect its integrity and independence. Gifts that may expose INFORMS to adverse publicity, require expenditures beyond what is available, or involve INFORMS in unexpected responsibilities because of conditions or purpose may be rejected.

INFORMS will not accept gifts that involve unlawful discrimination prohibited by U. S. federal, state and local laws and regulations. Nor will INFORMS accept gifts that obligate it to violate its Articles of Incorporation, Bylaws, or policies and procedures or restrict or hamper INFORMS in its activities.

### **Management**

All gifts will be received and managed to ensure that the wishes of donors receive full consideration. All funds will be managed according to the Fund Management Policy. Generally, INFORMS will have a *General Fund* for undesignated gifts, *Capital Funds* for special projects and programs, *Endowed Funds* for a specific award or to support a specific activity/program, and *Endowed-in-Process Funds* for endowed funds that have net contributions insufficient to satisfy the intended Endowment level. New Funds may be established provided minimum donation values are met. Gifts and their purpose will be reported to the INFORMS Board at its regularly scheduled meetings. Donor names and gift amounts may be published in meeting and membership materials unless the gift is received with a request for anonymity.

**GENERAL FUND.** The General Fund shall receive all non-designated contributions. The INFORMS Board of Directors is authorized to use this Fund for purposes to be determined by the Board of Directors.

**CAPITAL FUNDS.** An aggregation of gifts or a gift provided by donor(s) for a specific purpose or project within the scope of the mission and programs of INFORMS. The INFORMS Board of Directors is authorized to expend, for the purposes of the capital fund, all funds contributed by donors and terminate the fund. If the capital fund is established for a specific subdivision, the Board of that subdivision, rather than the INFORMS Board, is authorized to expend, for purpose, all funds contributed by donors and terminate the fund.

**ENDOWED FUNDS.** An aggregation of gifts provided by donor(s) with the requirement the gifts are held in perpetuity to generate earnings now and in future years to support programs that include awards, scholarships, recognition, and INFORMS programs. INFORMS has a fiduciary responsibility to manage the endowed funds prudently and to preserve the purchasing power of each individual endowment account to balance support between present and future beneficiaries. To ensure this responsibility is fulfilled, it is the expectation that no more than 4% of yearly earnings may be spent in any given year. This amount should be considered when determining the endowment level needed. Minimum donation values must be met or pledged prior to the establishment of an Endowed Fund. All proposals for establishment of a new INFORMS award or recognition, regardless of the proposed gift amount, must follow the Application/Approval Process for new INFORMS Awards (P&P 6.2).

Because conditions change over time, all endowments will be subject to the following provisions:

If circumstances should arise in the future that make it illegal, impossible or impracticable to use the gift for the purpose specified, then the party who originally established the account may designate another use of the funds. If the party who originally established the account no longer exists or cannot be located after a diligent search, then the Executive Director of INFORMS may submit a request for modification of this purpose to the INFORMS Board of Directors. If, in the best judgment of the Board, such modification is deemed prudent, the Board may authorize the use of the fund for the fulfillment of objectives as near as practical to the primary purpose of the fund. In the event of such modification, the name of the donor will continue to be associated with the fund.

**ENDOWED-IN-PROCESS FUNDS.** A designation used during the period in which the donor(s) are establishing an endowed fund. INFORMS will review the status of each of these funds annually, and, if obtaining endowment status is unlikely, determine, consistent with donor consultations, an existing endowed fund or the general fund would be designated to receive the contributed principal, thus terminating the endowed-in-process fund. Any Endowed-in-Process fund with no donor activity for two consecutive years may be terminated and any contributed principal transferred to the General Fund.

## **Types of Donations**

All donors are encouraged to seek independent professional advice prior to making a significant gift or donation.

The following are the types of gifts accepted and the guidelines for acceptance.

### **A. Cash/Credit Card**

All cash, money order, check and credit card gifts will be accepted regardless of the amount. Checks should be made payable to INFORMS and mailed or delivered to INFORMS.

For gifts made by check or money order, the date on the acknowledgement letter is the gift processing date and does not necessarily represent the date the gift was made or received.

Credit card gifts made by phone or fax will be processed as quickly as possible recognizing that no processing will occur when the INFORMS office is closed. Credit card gifts made online will be processed immediately by the online system.

### **B. Publicly Traded Securities**

INFORMS does not manage individual or group portfolios. Gifts of stocks, bonds and mutual funds are normally received and immediately liquidated. The donation amount shall reflect the actual liquidation amount received by INFORMS. In rare instances, it may be prudent to make an exception to this policy. An exception may be necessary if immediate liquidation is not feasible or would greatly reduce the value of the gift. The INFORMS Treasurer shall determine if an exception is necessary. Examples of acceptable exceptions:

1. Restricted Stock
2. Liquidation of a small number of shares where the minimum fees required for liquidation would greatly reduce the value of the gift.

In cases where liquidation does not occur, the gift/donation amount shall reflect the value at the time of acknowledgement by INFORMS.

### **C. Bequests/Life Insurance**

Gifts through wills (bequests) are accepted. INFORMS encourages the language of wills to be reviewed by an advisor and that the donor (or advisor) be aware of the INFORMS donation policy. Gifts from estates consisting of property not in accordance with the INFORMS donation policy will be negotiated with the representatives of the estate except where they conflict with other policies of this document.

INFORMS will accept all donations received through being designated as a beneficiary of life insurance policies either in whole or a portion.

D. Tangible Personal Property

Acceptable tangible personal property includes books, journals, and materials related to the history of INFORMS, predecessor organizations, Operations Research, Management Science, Analytics and any related area. When tangible personal property is contributed, the donor relinquishes all rights to the property.

The donor is responsible for all costs associated with the delivery of the gift. In the case of gifts of personal property valued in excess of \$5,000, it is the donor's responsibility to establish a value for the gift and to provide, at donor's expense, a qualified appraisal by a certified or qualified appraiser, as required by the IRS. INFORMS reserves the right to accept or refuse any offer of tangible personal property.

E. Intangible Personal Property and Intellectual Property

INFORMS will not accept gifts of intangible personal property or intellectual property such as patents, trademarks, copyrights and royalty streams or distribution rights on published works (such as books or films).

**IRS Guidelines**

INFORMS shall adhere to all IRS Guidelines governing cash and in-kind valuations, receipting and reporting standards. Donors are encouraged to consult with appropriate tax counsel about a donation or gift's tax-deductible value as needed prior to making a donation.

***RELATED DOCUMENTS:***

INFORMS Policies and Procedures Manual, Section 5.6, Investment of INFORMS Funds

INFORMS Policies and Procedures Manual, Section 6.1, General Information on Awards

## **NUMBER 4.14      DUTIES OF THE EXECUTIVE DIRECTOR**

***EFFECTIVE: NOVEMBER 2010***

### ***SUMMARY:***

The Executive Director (ED) of INFORMS is the chief staff officer for the Institute and reports directly to the Executive Committee (EC). He or she works with the INFORMS EC and Board of Directors in developing the INFORMS business and strategic plans. He or she has overall responsibility for leading and managing the daily activities of INFORMS and the society offices consistent with the objectives established by the EC and Board of Directors.

### ***SPECIFIC JOB RESPONSIBILITIES:***

- The ED maintains INFORMS's position as the premier professional society for Operations Research professionals through establishment and execution of programs that benefit current members, attract new members, promote INFORMS products and services, and promote the profession.
- Working with the Board, the ED develops a shared vision for INFORMS's future, builds understanding around its mission and develops and reports on appropriate strategies to advance that mission, as described in P&P section 14.1.
- The ED has overall fiduciary responsibility for the financial well-being of INFORMS, subject to ED and Board oversight. This requires guiding the development of the annual budget, monitoring and reporting on the monthly performance as compared with the budget, advising the EC of the status of planned and unplanned expenditures, reporting on the status of all existing and planned contractual relationships, approving budgeted expenditures by other INFORMS staff, obtaining EC approval for major contracts signing minor contracts (as defined in P&P section 3.3), controlling the office budget, and achieving acceptable financial performance for INFORMS publications, conferences, and other services and products. ED expenditures are approved by the Treasurer, using agreed upon processes and documentation. The ED authorizes staff travel, and his his/her travel is authorized by the Treasurer.
- The ED provides effective leadership for the INFORMS office staff and ensures effective operations of all aspects of INFORMS off activities, including INFORMS publications, INFORMS meetings, INFORMS marketing and communications, and INFORMS member services. The ED is responsible for establishing and executing effective and auditable staff processes and operations including consistent performance planning and evaluation, salary and benefits administration, and recruiting. The ED is also responsible for ensuring a work environment that fosters excellence, integrity, accountability, teamwork and cooperation.
- The ED is responsible for developing and maintaining processes to ensure that INFORMS is in compliance with all relevant legal and regulatory requirements in all jurisdictions where INFORMS maintains offices and in all jurisdictions where INFORMS conducts business, subject to oversight by the EC, the Board, or other Board-appointed committees as provided for in the INFORMS P&P.
- The ED provides support for and input to the INFORMS governing committees including facilitating and encouraging continuous two-way communication between INFORMS staff and the board and volunteer functions they support, including ensuring timely interaction between staff and volunteers in preparation for the quarterly Board meetings.



- The ED works with the volunteer leadership to ensure and anticipate that the services provided by INFORMS are meeting the needs of INFORMS members and are competitive in the market place. The ED supports the Board in the development of new products and services for INFORMS.
- The ED works with the volunteer leadership to ensure and anticipate that the services provided by INFORMS are meeting the needs of INFORMS members and are competitive in the market place. The ED supports the Board in the development of new products and services for INFORMS.
- The ED serves as the main staff liaison between INFORMS and the business offices of other professional societies, vendors, and service providers.
- The ED helps the INFORMS Board of Directors and Committee Chairs effectively represent INFORMS in all negotiations and actions involving other professional associations worldwide. Typically, these negotiations will involve both financial and policy matters.
- The ED identifies and encourages professional development opportunities for the staff and for him or herself. The ED approves professional development expenses, ensuring that the funds are used to enhance skills that are consistent with current and future job responsibilities.
- The ED provides weekly updates to the EC on recent and planned INFORMS business office activities, finances, staffing, and external activities. The ED is proactive in identifying matters that require EC or Board action and in ensuring that those matters are placed on the EC or Board's meeting agenda in a timely manner.

***RELATED DOCUMENTS:***

INFORMS Policies and Procedures Manual, Section 2.1, General Committee Procedures

INFORMS Policies and Procedures Manual, Section 2.2, Annual Budgets

INFORMS Policies and Procedures Manual, Section 2.3, Expenditure Approvals

INFORMS Policies and Procedures Manual, Section 2.5, Code of Ethics for Institute Officials

INFORMS Policies and Procedures Manual, Section 2.7, Positions on Governmental Public and Political Issues

INFORMS Policies and Procedures Manual, Section 2.10, Email

INFORMS Policies and Procedures Manual, Section 2.11, Volunteer – Staff Relations

INFORMS Policies and Procedures Manual, Section 2.12, Volunteer Input on Staff Performance

INFORMS Policies and Procedures Manual, Section 3.2, Contacts from Attorneys or

Government Agencies INFORMS Policies and Procedures Manual, Section 3.3, Contract Approval

INFORMS Policies and Procedures Manual, Section 4.11, Critical Functions

INFORMS Policies and Procedures Manual, Section 5.2, Authorization for Checks and Other Forms of Payment

INFORMS Policies and Procedures Manual, Section 5.7, Working Capital/Operating

Accounts INFORMS Policies and Procedures Manual, Section 5.8, INFORMS Permanent

Reserve INFORMS Policies and Procedures Manual, Section 5.11, Line of Credit

INFORMS Policies and Procedures Manual, Section 5.12, Fiduciary Responsibility of Board Members

INFORMS Policies and Procedures Manual, Section 9.4, Marketing Strategy Committee  
INFORMS Policies and Procedures Manual, Section 9.7, OR/MS Today Committee  
INFORMS Policies and Procedures Manual, Section 12.2, Academic/Practitioner Interface  
Committee  
INFORMS Policies and Procedures Manual, Section 10.1.2 Policy on Alleviating INFORMS  
Meetings Conflicts  
INFORMS Policies and Procedures Manual, Section 14.1 Strategic Planning Committee  
INFORMS Policies and Procedures Manual, Section 15.4, Subdivisions Bank Account Policy

