



CONSTITUTION & BY-LAWS

The Association for Industry, Engineering & Management Systems, Incorporated
(AIEMS, Inc)

CONSTITUTION

Article I. Name of the Organization

The name of the organization shall be: “The Association for Industry, Engineering & Management Systems,” herein called “AIEMS.” AIEMS shall operate as a not-for-profit association with official headquarters at: 4330 North Rushwood Cir, Wichita, KS 67226

Article II. Purpose and Objectives

The purpose of this organization is to be a multidisciplinary forum for advancing excellence in all aspects of Business Management, engineering and Industry Integration.

The objectives of AIEMS shall be: (1) to promote research, and scholarship related to management and engineering integration by sponsoring educational and professional conferences as well as producing academic publications, in this multidiscipline area, (2) to promote the practice of management and engineering integration among managers, engineers, scientists, students, and practitioners within private and public institutions, and (3) to promote the dissemination of information on such topics to the general public.

Article III. Membership

Section 1. Defined. Any person who subscribes to the objectives of AIEMS.

Section 2. Voting and Other Privileges. A member in good standing is one who attended the annual conference. Members may hold office, initiate petitions, and may vote in accordance with the rules established.

Article IV. The Board

Section 1. Composition. AIEMS shall be governed by a board of directors, hereinafter referred to as the “Board.” The Board shall be composed of its officers: the President/CEO, the Treasurer, Secretary, and two Directors.

Section 2. Authority and Duties. The Board shall be the chief policy-making, legislative, and judicial body of AIEMS. The Board shall establish policies and programs, and shall authorize their implementation by means of budgets, resolutions, authority for contracts and expenditures; by creating and staffing positions and committees; through amendments to the Constitution and By-Laws; and by such other actions as it may deem necessary. The Board shall have pre-emptive authority in AIEMS over all officers, members, applicants, and other bodies it might create.

Section 3. Eligibility. All members of the Board must be members of AIEMS and in good standing at the time of their nomination to the office.

Article V. Officers

Section 1. Title and Authority. The officers of AIEMS shall be a President/CEO, a Treasurer, a Secretary, and two Directors.

The responsibility of individual officers, except as prescribed by this Constitution and By-Laws of AIEMS, shall be established by actions of the Board. Only members of AIEMS may be nominated or hold office.

Section 2. Duties.

- a) The President/CEO. The President/CEO shall be the chief executive officer of AIEMS performing all duties required by the Constitution and By-Laws, as well as any additional duties specified by the Board. The President shall preside at all meetings of the Board or of AIEMS.
- b) The Treasurer (Vice President). The Treasurer shall perform the duties usual to the office of treasurer, and those required by this document.
- c) The Secretary. The Secretary shall perform the duties usual to the office of secretary, and those required by this document.
- d) Director of Development and Quality Control (Vice President). The Director of Development and Quality Control shall perform the duties

usual to the office of Development and Quality Control, and those required by this document. The primary responsibility of the Director of Development and Quality Control is to supervise the overall quality of the AIEMS operations and publications.

- e) Director of Information Technology. The Director of Information Technology shall perform the duties usual to the office of Information Technology, and those required by this document. The primary responsibility of the Director of Information Technology is to supervise and maintain the AIEMS internet web site (<https://www.aiems.co>), the official website of AIEMS.

Section 3. Tenure. The tenure of officers is five years. Officers shall serve until notified by the Secretary that their successors have taken office.

Article VI. Elections

Elections to be conducted at the annual general business meeting. Every member in good standing shall be allowed to vote for officers and members to represent them on the Board, in accordance with the election process specified in the By-Laws of AIEMS. Officers may stand for re-election.

Article VII. Committees

There shall be two classes of committees: Standing Committees and Ad Hoc Committees. Standing Committees are created by the Board and report to the Board. Chairmen of Standing Committees and members to fill vacancies on Standing Committees shall be appointed by the President with the approval of the Board. Standing Committees are designated in the By-Laws of AIEMS. The composition and terms of membership shall be in accordance with the By-Laws.

Any officer of AIEMS may appoint Ad Hoc Committees to assist them in carrying out their duties, provided that the term of said committee falls within their own term of office, and provided said committee does not infringe unduly upon the authority of a Standing Committee or an officer of AIEMS.

All committees shall conduct their business in accordance with such standing rules as the Board may adopt for their guidance.

Article VIII. Meetings

Section 1. Professional Meetings. The Board shall schedule professional meetings of AIEMS.

Section 2. General Business Meetings. There shall be at least one general business meeting of AIEMS each year open to all members and held in connection with the annual professional meeting. At these general business meetings, the President shall render a report on the status of AIEMS, entertain suggestions from the members, and transact such other items of business as may be relevant. Other general business meetings may be called at such times and in such manner as may be determined by the Board.

Section 3. Board Meetings. The Board shall meet as a separate body at least once each year. The Board may conduct business by mail, telecommunications, or in combination of these. Board meetings may be called at other times in response to a request by the President or by three other members of the Board, but only upon notice to all members of the Board.

Article IX. Changes to the Constitution

Section 1. No article shall be added to this Constitution and no part shall be amended or annulled, except by a formal proposal, followed by opportunity for discussion at a general business meeting of AIEMS and personal vote, or by a mail ballot.

Section 2. A proposal for a change may be made by the Board, or by a petition to the Secretary signed by at least 10 of the AIEMS membership.

Section 3. The Secretary shall distribute copies of the proposed change(s) to all members of AIEMS not less than three weeks before a general business meeting, and opportunities shall be given for discussion at this general business meeting.

Section 4. Not more than eight weeks after this general business meeting, the Secretary shall distribute to all members copies of the proposed change(s) an explanation of the proposed change(s), ballot forms, and the effective date of the change(s), if approved.

Section 5. A change proposed by the Board may, at the discretion of the

Board, be submitted with modifications made in the light of discussion at the general business meeting. A change proposed by petition shall be submitted in the original form, but the Board shall have the right to submit an amendment to the change in the light of the discussion at the general business meeting.

Section 6. No ballot shall be counted unless marked by a qualified voter to indicate their choice, returned to the Secretary in a secure manner bearing the voter's name, and received by the Secretary not later than a date to be specified by the Secretary upon the ballot form, provided that this date is not less than 15 days after the distribution of the ballot.

Section 7. The adoption of the proposed change(s) shall require the affirmative votes of not fewer than two-thirds of the members voting, provided that ballots are received from at least one-third of the members of AIEMS.

Section 8. The result of the balloting shall be announced to the membership by the Secretary, and, if approved, the change(s) shall become effective at the date previously stipulated by the Secretary.

Article X. By-Laws

The By-Laws of AIEMS may be adopted, annulled, or amended by an affirmative vote of at least three-fifths of all members of the Board. The Board shall have the authority to interpret the By-Laws.

By-Laws may also be adopted, annulled, or amended by an affirmative vote of at least three-fifths of all members present at a general business meeting of AIEMS. Members shall be given adequate notice of proposed By-Laws prior to such a meeting.

BY-LAWS OF THE
THE ASSOCIATION FOR INDUSTRY, ENGINEERING & MANAGEMENT SYSTEMS,
INCORPORATED (AIEMS)

- By-Law 1. Principle Office
4330 North Rushwood Circle, Wichita, Kansas 67226
- By-Law 2. Definitions
Section 1. Member. Throughout these By-Laws, the term “member” appearing without a qualifier shall refer to individual members.
- Section 2. Notices. A requirement for publication of a notice shall be deemed to be satisfied if said notice appears in a publication of AIEMS mailed to all members or by a direct mailing to all members.
- Section 3. Fiscal Years. The fiscal year of AIEMS runs from January 1 through December 31.
- By-Law 3. Membership and Privileges
Section 1. Members. One becomes a member by attending the annual professional meeting. The conference fee will be established by the Board.
- Section 2. When Payable. The term of membership shall coincide with the fiscal year of AIEMS. Those not attending the annual professional meeting will be carried as “inactive members.”
- By-Law 4. Severance and Reinstatement of Membership
Section 1. Resignation. A member may terminate their membership at any time by submitting their resignation to the Secretary.
- Section 2. Expulsion. A member may be expelled for conduct deemed prejudicial to AIEMS by the Board. Due notice of any formal recommendations for expulsion shall be given by the Board to the members.
- By-Law 5. Board of Directors
Section 1. Authority. The Board shall set policies and issue directives, and shall monitor the work of officers and activities underway or planned in the various functional areas. It shall also meet, early in the fourth

quarter of the year, to review and approve the programs and budget submitted by the President/CEO and Treasurer for the next fiscal year; and shall act on the appointments of those on the various Standing Committees.

The Board may fill vacancies in its membership by temporary appointment by a majority vote of the members of the Board present at a Board meeting. A member thus appointed shall serve until the end of the normal term of that office. If the Nominating Committee has not concluded its business at the time a vacancy occurs, it shall also be instructed to submit nominations for that office for a full term normal to that office. A vacancy in the office of President/CEO shall be filled by election, regular or special, from the membership of the Board.

Section 2. Meetings. A quorum shall require the presence of at least three members of the Board.

The Board may also transact business by mail, telecommunications, or in combination of these, provided that the President notifies all members of the Board of any proposed resolutions together with a brief statement of any know arguments for and against said resolutions. Thereafter, the votes of each member of the Board may be recorded by **email**, mail or by fax to the Secretary, who shall count the votes, notify all members of the Board of the result, and record the result in the minutes of the Board.

Any member of the Board may, with the permission of the President, invite persons to express views or to report findings and opinions to the Board relative to specific agenda items. Also, a member of the Board may send an alternative to vote in their place at any meetings of the Board.

Section 3. Duties and Privileges.

(a) The President/CEO shall plan and supervise the affairs of AIEMS; shall preside at Board and general business meetings of AIEMS; shall be AIEMS chief representative before the public and in its relationships with other persons and organizations; shall be the chief financial officer, responsible for the overall finances of AIEMS and manage the organization's budget with the Treasurer; shall appoint members to fill vacancies in Standing Committees, subject to Board approval; and may create and staff Ad Hoc Committees to assist in the exercise of the responsibilities of the office, provided that the term of each such committee is within the term of office of the President and provided such committees operate within their assigned jurisdiction.

- (b) The Treasurer, who also acts as the AIEMS Vice President, shall, in the temporary absence or incapacity of the President, preside at Board meetings and represent AIEMS as needed. The Treasurer shall assist the President/CEO in managing the organization's conferences, programs, schedules, publications and reporting periodically to the Board and the membership of AIEMS on the organization's plans, and financial position.
- (c) The Secretary shall collect conference fees, disburse funds, and maintain financial records; shall keep a record of all proceedings, actions, and meetings of AIEMS and of the Board, recording the votes and minutes; shall give due notice of all meetings of members and of the Board; shall have the general supervision of arrangements for meetings of the Board and for general business meetings of AIEMS; shall insure that a current database of all members of AIEMS is maintained at its business office; shall correspond with all AIEMS members regarding the organizations activities and help compiling all information needed for the production of all AIEMS publications; shall have custody of the AIEMS Constitution and By-Laws, and all amendments thereto; and shall keep such other records and such other duties normally assigned to an organization secretary, as well as those specified in the By-Laws.
- (d) The Director of Development and Quality Control, who also acts as AIEMS Vice President, shall supervise and oversee the overall quality of the AIEMS operations and publications, including conference Proceedings and the Journal of Management and Engineering Integration (JMEI) ; shall be responsible for planning and developing new national and international AIEMS programs, conferences, and joint ventures.
- (e) The Director of Information Technology, who also acts as AIEMS Publication Director, shall supervise and maintain the AIEMS internet web site (<https://www.aiems.co/>), the official website of AIEMS; shall manage all activities related to AIEMS publications, including conference Proceedings and the Journal of Management and Engineering Integration; shall also serve as the Chief Editor of JMEI.

Section 4. Tenure. The tenure of officers is five years.

By-Law 6. Nominations and Elections

Section 1. Frequency. Elections to be conducted at the annual general business meeting every five years.

Section 2. Composition of Nominating Committee. The Nominating Committee shall consist of (1) the immediate Past President/CEO, who will serve as chairperson; (2) two other members appointed by the immediate Past President/CEO.

Section 3. Nominating Procedures. The Board shall notify the Nominating Committee of the offices and the positions on the Board to be filled in the pending election. The Board shall also instruct the Nominating Committee as the number of members to be elected to serve on the Board for the ensuing five years. The Board will also notify the Nominating Committee of any subsequent vacancies that may arise while the Nominating Committee is still conducting its business. The Nominating Committee shall submit one or more nominations for every office or position. Members may be nominated from the floor at the annual general business meeting. Only members of the Board can qualify as nominees for the AIEMS President/CEO position. After nominations are concluded, balloting will be by secret ballot.

Section 4. Publication of Election Results. The Secretary shall immediately announce the results of each election to the Board and to the nominees, and shall subsequently publish the names of the new officers elected to serve on the Board by posting them in the AIEMS website.

By-Law 7. Committees

Section 1. Standing Committees. The Standing Committees of AIEMS shall be: IEMS Conference Planning, Publications, New Programs and Events, Nominating, and Marketing and Membership.

Section 2. Authority, Tenure, and Membership. All Committees shall have at least three members, each of whom serves a three year term, and the term of the members shall be staggered to provide continuity.

With the approval of the Board, the President/CEO shall appoint chairpersons of Standing Committees other than the Nominating Committee, and shall also appoint members to fill vacancies in all Standing Committees. The composition of Standing Committees shall be published annually.

Since the scope of committees may overlap, it is the intention of these By-Laws that the chairpersons of such committees communicate and cooperate with one another to the best interests of AIEMS. The President/CEO shall oversee the activities of all Standing Committees and decide on matters in dispute between chairpersons of such committees.

The Standing Committees and all other committees created by the Board shall be subject to instructions from the Board and shall make recommendations to the Board.

Section 3. Duties of Standing Committees. The Nominating Committee shall nominate members for offices and positions which the Board determines shall be filled by an election. It shall maintain a file of members who are qualified to hold offices in AIEMS.

Section 4. Duties of Ad Hoc Committees. The duties of Ad Hoc Committees shall be specified by the officer creating the committees.

By-Law 8. Affiliations

AIEMS may affiliate with other organizations whose purposes are consistent with Article II of its Constitution.

AIEMS may cooperate with other professional societies, management associations, institutions, or governmental agencies in such ways as are consistent with its Constitution, By-Laws, and the rules of its Standing Committees.

Adopted: December 3, 2012
Updated March 15, 2021