

ORGANIZATION DEVELOPMENT AND CHANGE DIVISION BYLAWS

ARTICLE I. NAME

The name of this organization shall be the Organization Development and Change Division, hereafter referred to as the Division, of the Academy of Management, hereinafter referred to as AOM.

ARTICLE II. MISSION, COMMITMENT, and OBJECTIVES

1. Mission: The Organization Development and Change Division represents those who create and disseminate knowledge or extend the practice of constructive change management and organization development.
2. Commitment: We are committed to high quality academic research that makes a difference to both theory and practice. We are also committed to organization and individual success, the fulfillment of humanity's spirit and potential, and the creation of enduring global communities. Our research, teaching, and practice affirm the importance of integrating human-social, financial, and environmental outcomes; valuing justice, dignity, and trust; and generating ethical, positive, and meaningful contributions.
3. Objectives: We will fulfill our mission and commitment by:
 - a. Providing a place in which scholars from various divisions can share a common bond of intellectual and research interest;
 - b. Encouraging innovative research and non-traditional modes of thinking and scholarship;
 - c. Fostering links between scholars, educators, consultants, practitioners, managers, and students to enhance our research, teaching, and practice;
 - d. Serving the developmental needs of our members;
 - e. Providing a link to other professional groups; and
 - f. Representing the Division and its members' interests within the broader AOM community and beyond.

ARTICLE III. MEMBERSHIP

Membership in the Division is open to any member of the Academy of Management who shares the Division's mission, commitment, and objectives.

ARTICLE IV. MEETINGS

1. Business Meetings
The Division shall hold one regularly scheduled business meeting each year at the Annual Meeting of the Academy of Management, hereafter referred to as Annual Meeting. The Board may schedule other business meetings as necessary.
2. Board Meetings
The Board shall meet at the Annual Meeting and at least one more time annually, to consider policy and planning for the Division. The additional meetings may be either face-to-face or virtual. Between Board meetings, additional business shall be conducted electronically / using communication methods that are commonly accessible to all members.

ARTICLE V. OFFICERS AND THEIR PRIMARY ROLES

1. Officers
The officers of the Division shall be elected and appointed.
 - a. The elected officers of the Division shall be the Division Chair, Division Chair-Elect, Program Chair, Program Chair-Elect, PDW Chair, two General Representative-at-Large, one Doctoral Student Representative-at-Large, and one Executive/Practitioner Representative-at-Large.

- b. The appointed officers of the Division shall be Division Operating Officer, Division Financial Officer/Treasurer, Division Engagement Officer, Division Communications Officer, Division Archivist, and other officers appointed as necessary by the board.
- 2. **Board**
The ODC Board's Executive Committee shall consist of officers elected by the ODC membership and the ODC Board shall be comprised of all elected officers and officers appointed by the Executive Committee.
 - a. The Board shall approve any operating policies or procedures necessary for the functioning of ODC.
 - b. The Board shall appoint additional officers as needed. Appointed officers shall attend Board meetings and have voting rights unless otherwise specified.
 - c. The Board may fill elected officer positions that become vacant prior to the end of a term as set forth in Article V.3.e below.
 - d. All issues presented to the Board for a vote will be deemed approved or disapproved when:
 - i. a majority of a quorum of the Board votes in the affirmative, AND
 - ii. a majority of a quorum of the Executive Committee votes in the affirmative.
 - 1. Should an issue receive a majority of Board votes, but a minority of Executive Committee votes, the issue is defeated.
 - iii. A quorum is defined as a majority of voting members for the Board and the Executive Committee.
 - e. The Board shall perform other activities as necessary to execute the responsibilities specified in these bylaws.
- 3. **Terms of Office of Elected Officers**
 - a. All elected officers except Representatives-at-Large shall hold office for a period of one year. The term of office shall begin at the end of the Business Meeting held at the Annual Meeting and terminate at the end of the Business Meeting at the next Annual Meeting. After serving one year in their current office, the order of succession for officers other than Representatives-at-Large shall be:
 - i. Division Chair-Elect to Division Chair
 - ii. Program Chair to Division Chair-Elect
 - iii. Program Chair-Elect to Program Chair
 - iv. PDW Chair to Program Chair-Elect
 - b. The two General Representatives-at-Large shall be elected for a period of three years.
 - c. The Doctoral Student-at-Large Representative shall be elected for a period of two years.
 - d. The Executive/Practitioner Representative-at-Large shall be elected for a period of three years.
 - e. Should a vacancy occur in any office because of death, resignation, removal, disqualification, or otherwise, the Executive Committee will determine how the responsibilities of the office in question will be executed, including the appointment of a Division member to serve in the position until the next election cycle or to complete the officer's term.
- 4. **Primary Role of Elective Officers**
The duties and responsibilities of the elected officers are provided in the "Companion Document to ODC Division Bylaws: Elected Officers and Appointed Officers Duties and Responsibilities", hereafter referred to as Companion Document.
 - a. The Division Chair shall serve as the executive officer of the Division and administer all affairs of the Division in coordination with the Division's Executive Committee and Board, the officers of the Academy of Management, and in compliance with the Academy's policies for Professional Divisions.
 - b. The Division Chair-Elect shall organize, schedule, and preside over the Doctoral Student and Junior Faculty Consortia.

- c. The Program Chair shall develop and schedule the ODC scholarly program at the Annual Meeting.
- d. The Program Chair-Elect shall support the Program Chair in the development and scheduling of the ODC scholarly program at the Annual Meeting.
- e. The PDW Chair shall develop and coordinate the ODC Professional Development Workshops (PDWs) and other pre-conference activities at the Annual Meeting.
- f. General Representatives-at-Large (two in total) shall represent the views of the general membership at Board, Executive, and Business Meetings.
- g. The Doctoral Student Representative-at-Large shall represent the views of student members at Board, Executive, and Business Meetings.
- h. The Executive/Practitioner Representative-at-Large shall represent the views of executives and practitioner members at Board, Executive, and Business Meetings.

5. Terms of Office of Appointed Officers

Unless otherwise specified, all appointed officers shall serve for a period of two years. The term of office shall begin at the close of the Business Meeting at the Annual Meeting and terminate at the close of the Business Meeting at the following Annual Meeting two years hence. Reappointment for additional terms may be made at the discretion of the Executive Committee with the agreement of the appointed officer.

6. Primary Role of Appointed Officers

All Appointed Officers are voting members of the Board. The duties and responsibilities of the elected officers are provided in the Companion Document.

- a. The Division Operating Officer shall coordinate the non-annual meeting activities of the Division and facilitate and direct the implementation of the strategic planning priorities as identified by the Board. The term of office for the Division Operating Officer is three years. The Division Operating Officer is an ex-officio member of the Executive Committee.
- b. The Division Financial Officer/Treasurer shall be responsible for all aspects of the Division's finances and maintaining compliance with Academy of Management financial guidelines.
- c. The Division Communications Officer shall oversee all aspects of the Division's communications with its members.
- d. The Division Engagement Officer shall work in close cooperation with other members of the board to develop and deliver opportunities for member engagement.
- e. The Division Archivist shall be responsible for maintaining all records pertinent to the operation and history of the Division.

ARTICLE VI. ELECTION OF OFFICERS

1. The elected officers of the Division shall be the Division Chair, Division Chair Elect, Program Chair, Program Chair-Elect, PDW Chair, two (2) General Representatives-at-Large, the Executive/Practitioner Representative-at-Large, and the Doctoral Student Representative-at-Large. Division Chair, Division Chair Elect, Program Chair, and Program Chair-Elect, and PDW Chair are not subject to new election but assume their roles by succession outlined in Article V.3.a.
2. The Nominating Committee shall consist of the Division Chair-Elect, Program Chair-Elect and a Division member who is not an officer, appointed by the Executive Committee. The Division Chair-Elect shall serve as Chair of the Nominating Committee. The Nominating Committee shall follow the processes specified in these bylaws in nominating and electing officers.
3. The Nominating Committee shall annually, and prior to the end of February, send the membership a call for nominations for the positions of PDW Chair and any other elected positions that may have come open. This process is coordinated with the AOM office that provides the online tool for collecting nominations. The name of the member receiving the highest number of nominations will be listed on the election ballot with other names as specified below.

4. There will be a minimum of two and a maximum of three names on the election ballot for each open position. In addition to the name or names identified through the nominating ballot above, the Nominating Committee may suggest one or two additional names based on the Nominating Committee's judgment of the potential leadership contributions possible nominees might make to the Division. It shall be the responsibility of the Chair of the Nominating Committee to ensure that each individual appearing on the ballot is a member of the Division and is willing and able to serve the full term in the position for which he or she is nominated.
5. No more than two elected officers may serve from the same institution at a time. Therefore, no individual may be placed on the ballot who is employed at the same institution as two current officers.
6. No person can appear on the final ballot as a nominee for more than one office. If the nomination process results in a person qualifying as a nominee for more than one office, this person will be a nominee for the office s/he designates.
7. In the event that no one is nominated for an open position, the nominee with the highest number of nominations declines the opportunity to appear on the ballot or is not appropriate for the position, the Nominating Committee shall develop a slate of candidates for that position, subject to Article VI. 4.
8. The election ballot will list the candidates for each position together, in alphabetical order. The ballot will also include a brief biographical sketch (maximum of 250 words) and picture for each candidate running for a specific position. The Chair-Elect shall be responsible for coordinating the election with the Academy of Management Office to conduct the election by electronic ballot.
9. The final results shall be communicated to the membership immediately upon completion of the election after the candidates have been personally notified by the Chair-Elect of the outcome.
10. The vote count shall be considered confidential information and shall not be disseminated further.

ARTICLE VII. REMOVAL OF OFFICERS

1. An elected officer may be removed by a two-thirds vote of the membership voting by electronic ballot provided that at least 25 percent of the membership votes. In the event that less than 25 percent of the membership votes, ballots will continue to be conducted until the matter is resolved.
2. A vote for removal may be initiated by a majority vote of the Executive Committee or a petition submitted to the Division Executive Committee bearing verified signatures of 10% of Division members in good standing as of 1 July in the year during which the petition is submitted.
3. The Nominating Committee shall be responsible for conducting the removal vote, assuring a fair vote and reporting the results to the membership. Should a sitting officer be removed in this manner, the Executive Committee shall determine the disposition of the officer's duties during the remainder of the term, subject to Article V.3.e.
4. Should a member of the Nominating Committee be the subject of the removal process, the Executive Committee shall replace that individual with an appropriate ODC Division Member for the duration of the process.
5. An appointed member of the Board may be removed by a majority vote of Board members.

ARTICLE VIII. COMMITTEE STRUCTURE

1. The Division Chair shall be assisted in policy formulation and the operation of the Division by such standing and special committees as are authorized in the bylaws.
2. Standing committees shall include the Program Committee, Nominating Committee, Community Engagement Committee, and the Awards Committee. The Division Operating Officer shall be an ex officio member of each committee. The respective committee chairs shall recruit/appoint members of their committees as necessary, subject to these bylaws. Unless otherwise specified by the bylaws and/or the Executive Committee, composition and responsibilities of these committees will be determined by the respective committee chairs.
3. The Division Chair may appoint, with advice of the Executive Committee, special committees, as necessary. The life of all such committees shall expire with the completion of the specified assignment. Any such committee with a life longer than one year shall have its charge and membership outlined in the Companion Document.

ARTICLE IX. AMENDMENTS

1. Any proposed amendment(s) to these bylaws must be made available to the Division's members at least one month prior to a vote on the amendment(s).
2. Amendment(s) to the bylaws sponsored by the Executive Committee shall require a two-thirds vote of the membership voting by electronic ballot provided that at least 25 percent of the membership vote.
3. Counting and certification of ballots shall be the responsibility of the Division Chair with assistance from the Academy of Management Headquarters Office.
4. Changes to the Companion Document shall require a two-thirds vote of the Executive Committee and the Board.

ARTICLE X. STANDING COMMITTEES

1. Nominating Committee
 - a. Chair: Division Chair-Elect
 - b. Members:
 - i. Program Chair-Elect
 - ii. Division member who is not an officer
 - c. Duties are specified in Article VI
2. Program Committee
 - a. Chair: Program Chair
 - b. Members:
 - i. Program Chair-Elect
 - ii. As needed
 - c. Duties
 - i. Development and scheduling of scholarly program at Annual Meeting
 - ii. Selection of Distinguished Scholar
 - iii. Selection of best paper and best reviewer award winners
3. Community Engagement Committee
 - a. Chair: Division Engagement Officer
 - b. Members:
 - i. Executive/ Practitioner and Student Representative-at-Large
 - ii. Other members as appropriate

- c. Duties
 - i. The Committee shall create activities and opportunities to foster linkages among Division members and engage in professional and social activities of interest to members throughout the year.
- 4. Awards Committee
 - a. Chair: Division Chair-Elect
 - b. Members:
 - i. General Representative-at-Large (1)
 - ii. As needed
 - c. Duties
 - ii. Identify and select recipient(s) of non-program-based awards
 - i.

These bylaws were

- Proposed by ODC Board September 2014
- Adopted by vote of ODC membership November 2014
- Revised by the ODC Board on November 2021
- Adopted by vote of the ODC membership May 2022