

CONSTITUTION
FELLOWS GROUP OF THE ACADEMY OF MANAGEMENT

(As Amended August 11, 2013 and Subsequently Ratified by Vote of Fellows)
Effective: February 1, 2014

Article I. The Name of the Association

The name of this association shall be the "Fellows Group of the Academy of Management."

Article II. The Purpose of the Fellows

The purpose of the Fellows Group shall be to recognize and honor members of the Academy of Management who have made significant contributions to the science and practice of management, and to provide opportunities for fellowship and a forum for discussion among persons so recognized and honored. The Fellows Group shall conduct an Annual Meeting in such manner as the officers of the group may prescribe. Other activities of an educational nature may be performed which are deemed necessary for the exercise of intellectual leadership in the field of management.

Article III. The Structure of the Fellows Group Organization

The officers of the Fellows Group shall be a Dean of the Fellows of the Academy of Management and a Deputy Dean.

(a) The Dean of Fellows is the administrative head of the Fellows Group. The Dean shall preside at all meetings of the Fellows and shall appoint a Deputy Dean to assist in conducting the affairs of the group. When necessary, the Dean may appoint an Associate Dean to preside at the annual meeting. The Dean may also designate a Fellow who will arrange for the annual meeting.

(b) The Deputy Dean shall maintain an up-to-date roster of the Fellows and conduct elections as provided in Articles IV and V of this Constitution.

Article IV. Election and Tenure of Office

Election of Dean of Fellows

(a) The Dean of Fellows shall be elected for a term of three fiscal years (as hereinafter defined) by the Active members of the Fellows Group.

(b) In any year in which the office of Dean is to become vacant, the Deputy Dean shall invite from the Active Fellows nominations to fill the vacancy. No seconders shall be required. Such invitations shall be issued by the Deputy Dean not more than four months nor less than three months prior to the annual meeting. Only Active Fellows shall be eligible for nomination.

(c) One month after issuing invitations to nominate, the Deputy Dean shall conduct an election in which the candidates shall be the two Fellows who received the largest number of nominations. If more than one person receives the second largest number of nominations, all such persons shall be named on the ballot together with the person receiving the largest number.

(d) Deadline for the receipt of completed ballots by the Deputy Dean shall be one month following the date ballots are mailed to the Fellows. The candidate receiving the largest number of ballots cast shall be the new Dean of Fellows.

(e) If prior to the completion of an incumbent Dean's term the office should become vacant for any reason, the Deputy Dean shall immediately conduct an election, conforming to the intent of the foregoing procedure, at the same time informing the Fellows of the circumstances. Until a new Dean has been elected, the Deputy Dean shall serve as Acting Dean.

Selection of the Deputy Dean

As stated above (Article IIIa), the Dean will appoint a Deputy Dean to the Fellows. Such appointment will terminate when a successor to the Dean shall have been elected.

Article V. Fellows Group Membership

(a) The nomination and confirmation process of new Fellows is administered by the Committee on Membership. This committee shall be as diverse as reasonable in terms of areas of specialization. The Dean shall appoint nine Active Fellows to serve for three year staggered terms. A member may not be reappointed to a successive term. However, a member may be reappointed after four years from the end of a term.

(b) The Dean shall appoint from among the members a chair and chair-designate for one year terms. The chair designate will normally assume the position of chair.

(c) Terms of appointment and office on the Committee on Membership will formally commence on August 1 and end on July 31, in accordance with the total time period of appointment. Normally, the Dean shall announce the appointments by May 1. This will enable those in attendance at the Academy meeting to arrange a meeting of the Committee of Membership to discuss issues related to the coming year.

(d) Recommendations made by the Committee on Membership to the Active Fellows for confirmation must receive the affirmative support of at least six of the nine members of the committee.

(e) Nominations of candidates for Fellows status may be made by Active Fellows to the Committee on Membership. In any one year, An Active Fellow may nominate only one candidate to the Committee on Membership. There is no requirement for a second to a nomination. The Committee on Membership may identify and consider candidates who are not nominated through Active Fellows.

(f) The Committee on Membership will carefully review and consider all candidates nominated by Active Fellows and determine which of these to submit to the Active Fellows for confirmation.

(g) A nominator may not be a member (or an emeritus/emerita member) of the faculty where the candidate for the Fellows Group received his/her terminal degree or currently holds an appointment. A member of the Committee on Membership may, however, be a member (or an emeritus/emerita member) of the faculty where the candidate received his or her terminal degree or currently holds an appointment. That said, a Fellow serving on the Committee on Membership may not initiate or promote the consideration of an individual who is on the faculty of that Committee member's University (or University where he or she holds emeritus/emerita standing). Moreover, a Fellow serving on the Committee on Membership may not initiate or promote the consideration of an individual who received a terminal degree from that member's University (or University where he or she holds emeritus/emerita standing).

(h) The Dean, on consultation with the Deputy Dean and Chair of the Committee of Membership, shall establish a detailed schedule for the consideration and confirmation of new Fellows. In general, such a schedule shall provide for the call for nominations to be made some time in October and for the completion of the entire nomination and confirmation process of the Committee on Membership's recommendations some time in April of the following year.

(i) Nominations shall be made on a standard form provided by the Deputy Dean, so that members of the Committee on Membership and Active Fellows may have comparable information on all candidates nominated and presented for confirmation.

(j) The nomination packet shall include: 1) the completed standard form, 2) concise statement of the nominee's specific contribution(s) to the science and practice of management through a one to two page (maximum) letter by the nominator, and 3) the nominee's full vita.

(k) To be elected to the Fellows Group, a candidate must receive an affirmative vote of sixty percent or more of Active Fellows voting to confirm or not confirm. The ballot shall reflect three options to the membership: *confirm*, *not confirm*, and *abstain*. Only votes of *confirm* or *not confirm* will be counted in determining an affirmative vote of sixty percent or more by those voting.

(l) The Deputy Dean will distribute to the Active Fellows all documents (including nomination packet) provided to and by the Committee on Membership. Ballots will be distributed by and returned to the Deputy Dean.

(m) In the event a member on the Committee on Membership is unable to fulfill her/his term of appointment, the Dean shall appoint a replacement for the remaining period of the vacated appointment term.

(n) Initially, the Committee on Membership will be established with three individuals appointed for a term of three years, three individuals appointed for a term of two years, and three

individuals appointed for a term of one year. Normally, three individuals will go off of the committee each year and three will be added each year.

Article VI. Status of Fellows

(a) Election as Fellow shall be for life; once a Fellow, always a Fellow.

(b) There shall be three classes of Fellows: "Active," "Inactive," and "In Memoriam." The initial classification of all Fellows shall be "Active."

(c) A Fellow who fails to attend three consecutive regular annual meetings of the Fellows Group shall be reclassified as "Inactive"; provided, however, that a Fellow who notifies the Dean or the Deputy Dean in writing, prior to any regular annual meeting, stating his or her inability to attend such meeting and sending greetings to the Fellows shall not be deemed absent for purposes of this provision.

(d) Inactive Fellows shall be kept advised of all activities of the Fellows Group, in the same manner as Active Fellows, but shall not have the right to vote on the election of new officers or new Fellows, amendments to the Constitution, or other matters requiring approval of the membership.

(e) At death, a Fellow's name shall be transferred to the "In Memoriam" Roster and carried permanently thereafter in that category.

Article VII. Fiscal Policies

(a) The fiscal year of the Fellows Group shall be from September 1 to the following August 31.

(b) By majority vote of Active Fellows attending any Annual Meeting, the Fellows may establish a schedule of dues to aid in defraying the expenses of the Fellows Group. Such schedule may be modified from time to time, or discontinued, by majority vote of Active Fellows at any subsequent Annual Meeting.

(c) The Dean shall be responsible for conserving and accounting for the assets of the Fellows Group. By agreement with the Deputy Dean, he or she may delegate all or part of this responsibility to the Deputy Dean.

(d) Within 30 days of the end of each fiscal year, the Dean shall submit a written financial report to all members of the Fellows Group.

Article VIII. Constitutional Amendments

Amendments to this Constitution may be initiated by the Fellows attending any regular Annual Meeting.

Proposed amendments supported by a majority of Active Fellows present shall be mailed to all Active Fellows within thirty (30) days following such meeting. If approved by a majority of Active Fellows voting within sixty (60) days following the mailing, the amendments shall be adopted.

Article IX. Dissolution

Upon the dissolution of the Fellows Group or the winding up of its affairs, the assets of the Fellows Group will be distributed by the Dean exclusively for charitable or educational purposes or to organizations that are then exempt from federal tax under Section 501 (C) (3) of the Internal Revenue Code of 1986, and to which contributions are then deductible under Section 170 (C) (2) of such Code.