

ISRAEL ASSOCIATION FOR INFORMATION SYSTEMS BY-LAWS

ARTICLE I PURPOSE AND ACTIVITIES

SECTION 1. STATEMENT OF PURPOSE.

The Israel Association for Information Systems (ILAIS) is a chapter of the Association for Information Systems (AIS) serving the State of Israel. The goal of the chapter is to promote the exchange of ideas, experiences, and knowledge among scholars and professionals engaged in the development, management, and use of information and communications systems and technology.

SECTION 2. ACTIVITIES.

The various activities of the chapter are to promote the exchange of professional communications among scholars and management personnel responsible for education, design, implementation, and management of information systems in both private and public organizations. The activities of the chapter include:

1. Providing a forum for those concerned with all aspects of information systems.
2. Providing an opportunity for the exchange of ideas concerning management of information systems with member counterparts.
3. Conducting programs and conferences for the benefit of members.
4. Providing a means for critical examination of the problems and opportunities involved in management information systems.
5. All those approved by the constitution of the AIS
6. Additional activities as approved by the chapter Executive Board.

SECTION 3. INCORPORATION.

ILAIS will be incorporated in Israel as a Friendly Society (*amuta*) in accordance with the appropriate Israeli regulations

ARTICLE II MEMBERSHIP

SECTION 1. MEMBERSHIP CLASSES.

ILAIS shall provide all classes of membership as contained in Article II of the constitution of AIS. All members of ILAIS shall be members of AIS upon payment of appropriate dues.

SECTION 2. DUES.

The Executive Board shall have the authority to determine the ILAIS dues and other payments to be made

by the members of the chapter from time-to-time. The annual dues of each member for ILAIS shall be paid prior to the beginning of the membership year as determined by the Executive Board of ILAIS. ILAIS dues plus AIS dues will be collected by the AIS Business office. ILAIS dues will be remitted to the chapter by the AIS Business office, minus any agreed upon administrative charges, which shall be retained by AIS.

SECTION 3. MEMBER RIGHTS.

Each regular member shall have the right to vote, participate in all ILAIS and AIS activities, and hold office in ILAIS and AIS.

SECTION 4. LIABILITY OF MEMBERS.

The members of the chapter shall not be liable for the debts and obligations of the ILAIS nor of AIS.

ARTICLE III MEETINGS OF MEMBERS

SECTION 1. ANNUAL MEETING/CONFERENCE.

An annual meeting shall be held to install officers and to conduct such business as required. The time, location, and other details of the meeting shall be determined by the Executive Board and communicated to the membership.

SECTION 2. NOTICE OF MEETINGS.

A written or other notice stating the place, time, date, and hour of the meeting shall be delivered to the membership prior to the meeting. If mailed, such notice shall be deemed delivered when deposited with the Israel Postal Authority addressed to the member at the address as it appears on the records of the association with postage thereon paid. If e-mailed, such notice shall be deemed delivered to an appropriate Internet mailbox, addressed to the member at the e-mail address as it appears on the records of the association.

SECTION 3. QUORUM.

Prior notice of a meeting having been given, those members present shall constitute a quorum.

SECTION 4. VOTING.

Any non-student attendee to at least one of the prior three (3) ILAIS annual conferences or any person who is a current member of the chapter shall be entitled to one vote on business pertaining to the chapter. Decision shall be by a majority of those participating and eligible to vote. All members who are eligible to vote have absentee voting rights for the election of officers. Elections on any matter, including the election of officers, may be conducted by any means chosen by the Executive Committee, including electronic mail.

**ARTICLE IV
EXECUTIVE BOARD**

SECTION 1. MEMBERS OF THE EXECUTIVE BOARD.

The Executive Board shall consist of the officers of the chapter, the past two presidents of the chapter and six at-large directors. The president of the chapter shall serve as the chair of the Executive Board. Until two past presidents are available, the membership shall elect voting members as at-large positions on the Executive Board.

SECTION 2. DUTIES OF THE EXECUTIVE BOARD.

The Executive Board shall serve as the governing authority of the chapter. The property, business, and affairs of the chapter shall be managed by the Executive Board. The Executive Board may exercise all such powers of the chapter as defined by law or these by-laws.

The Executive Board shall, in furtherance, but not in limitation of its powers, have the authority and power to:

1. Represent the members of the chapter for all matters, internal and external.
2. Establish policies and practices for the chapter.
3. Approve broad arrangements for all chapter activities.

SECTION 3. MEETINGS OF THE EXECUTIVE BOARD.

There shall be at least two annual meetings. Additional meetings may be called by the chair or at least three members of the Executive Board. The meetings will be held at the time, place and manner designated by the chair. Notice of the meetings will be given in writing or verbally at least seven (7) days before the meeting. Other methods of meeting in addition to face-to-face may be used.

SECTION 4. QUORUM.

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

SECTION 5. VOTING.

Decisions shall be by a simple majority of those present and voting.

**ARTICLE V
OFFICERS AND MEMBERS OF THE BOARD**

SECTION 1. OFFICERS.

The officers of the chapter shall consist of the President, the Vice President-Conference Coordinator, the Vice-President-Conference Program Chair, and the Secretary-Treasurer. The Vice Presidents and Secretary-Treasurer shall be elected by the members of the Chapter at the annual meeting of the members. The Vice President-Conference Coordinator shall automatically serve as the President for the year following his or her term of office as Vice President. Each officer shall serve from the date of the annual meeting for a term of one year and until their respective successors assume office. No person may hold

any two offices at the same time. The officers of the chapter shall be members of ILAIS and AIS in good standing.

SECTION 2. DIRECTORS.

There shall be six at-large directors of the chapter. Each director shall serve from the date the annual meeting at which they are elected for a term of two years and until their respective successors assume office. Three directors shall be elected each year. For the first election, one half of the directors shall serve one year terms. No director may serve more than two consecutive terms; however, this provision shall not be construed as a limit on the number of terms a director may ultimately serve.

SECTION 3. NOMINATION.

A Nominating Committee, chaired and selected by the Past-President, shall nominate at least one candidate for each of the officer positions and for any at-large directors of the Executive Board no later than 30 days prior to the annual election. Nominations may also be made by any member eligible to vote by sending the name of the nominee to the Nominating Committee no later than 30 days prior to the annual election providing the nominee has given prior consent.

SECTION 4. ELECTION.

The annual election of the chapter officers and for any at-large directors of the Executive Board will be held prior to the annual meeting of the chapter by a method to be chosen by the Executive Board. Each voting member, as describe in III.4 above, shall be entitled to one vote. Voting shall be conducted by written ballots, which shall be distributed to the eligible voters by mail or email at least twenty-one (21) days prior to the election date. In order to be counted, all ballots must be returned to the Secretary-Treasurer by the election date. Each position shall be filled by the nominee receiving the most votes cast.

SECTION 5. REMOVAL.

Any officer or member of the Executive Board may be removed by the vote of the majority of the voting members of the chapter at any chapter meeting. Such a vote must be recommended and scheduled by the Executive Board. Notification to the voting members that an election will be conducted for removal of an officer or member of the Executive Board must be included with the notice of the chapter meeting.

SECTION 6. RESIGNATIONS.

Any officer or member of the Executive Board may resign at any time by giving written notice to the President or Secretary of the chapter. Such resignation shall take effect at the time specified therein; and, unless otherwise specified therein, the acceptance of such resignation shall not be necessary to make it effective.

SECTION 7. VACANCIES.

Any vacancy occurring in the elected offices for any reason, shall be filled by appointment by the President with the approval of the majority of the Executive Board. Such appointment shall continue until the next annual meeting.

SECTION 8. DUTIES OF THE PRESIDENT.

The President shall be the chief executive officer of the chapter. The President shall perform all duties that pertain to the office of the President and that may be assigned by the Executive Board. In furtherance, but not in limitation of the office, the President's primary duties shall be:

1. Preside over all meetings of the members of the chapter.
2. Call and preside over all Executive Board meetings.
3. Designate all committees and their chairpersons.
4. Supervise all other officers of the chapter and see that their duties are properly performed.
5. Accept and receive donations, gifts, devises and bequests.
6. Coordinate the chapter's activities and programs and conduct any necessary business with external organizations.
7. Ensure that all orders and resolutions of the Executive Board are placed into effect.
8. Submit a report of the operations of the chapter for the preceding year to the members at the annual election meeting.

SECTION 9. DUTIES OF THE VICE-PRESIDENT-CONFERENCE COORDINATOR.

The Vice-President-Conference Coordinator shall have all the powers and perform all duties of the President in the absence or incapacity of the President. In furtherance but not in limitation of the office, the Vice-President's primary duties shall be to:

1. Provide the advance planning for the Chapter Annual Conference to include arrangements for facilities, speakers, meals, exhibitors and other related activities.
2. Perform such other duties as may be assigned to the Vice-President from time-to-time by the President and the Executive Board.

SECTION 10. DUTIES OF THE VICE-PRESIDENT-CONFERENCE PROGRAM CHAIR.

The Vice-President-Conference Program Chair's primary duties shall be to:

1. Provide for the management of the Program for the Chapter Annual Conference to include the call for papers, collection and review of submitted papers, preparation of the conference session schedule for paper presentation, selection of the best conference paper, production of the conference proceedings and other related activities.
2. Perform such other duties as may be assigned to the Vice-President from time-to-time by the President and the Executive Board.

SECTION 11. SECRETARIAL DUTIES OF THE SECRETARY- TREASURER.

The Secretary-Treasurer shall be the administrative officer of the chapter and shall perform all duties that pertain to the office of Secretary and that may be assigned by the President and the Executive Board. In furtherance but not in limitation of the office, the Secretary's primary duties shall be to:

1. Keep minutes of the business meetings.
2. Attend the sessions of the Executive Board and act as clerk thereof and record all the acts and notes and the minutes of all proceedings in a book to be kept for that purpose.
3. Notify members and the Executive Board of all meetings.
4. Perform other duties as may be from time to time assigned by the President.
5. Review all applications for membership and maintain a membership roster.
6. Prepare, distribute, and collect the ballots of the annual election.

SECTION 12. TREASURY DUTIES OF THE SECRETARY-TREASURER.

The Secretary-Treasurer shall also be the financial officer of the chapter and shall perform all duties that pertain to the office of Treasurer and that may be assigned by the President and Executive Board. In furtherance but not in limitation of the office, the Treasurer's primary duties shall be to:

1. Collect monies.
2. Keep full and correct account of receipts and disbursement in the books belonging to the chapter.
3. Deposit the funds of the chapter in a bank designated by the AIS with the concurrence of the Executive Board.
4. Dispose of funds of the chapter as may be ordered by the Executive Board, taking proper vouchers for such disbursements.
5. Render to the President and members of the Executive Board, whenever they request it, an account of the financial condition of the chapter.
6. Prepare and file all financial reports required by statute.

SECTION 13. DUTIES OF THE IMMEDIATE PAST-PRESIDENT

The immediate Past-President of the Chapter shall serve as the chair of the Nominating and Election committee.

**ARTICLE VI
COMMITTEES**

SECTION 1. SPECIAL COMMITTEES.

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

SECTION 2. NOMINATING AND ELECTION COMMITTEE.

Not less than Sixty (60) days prior to the annual election of officers and directors, the Past-President with the consent of the Executive Board, shall appoint at least two (2) additional members to a Nominating and Election Committee chaired by the Past-President. This Committee will consist of voting members of the Chapter. This committee will prepare a slate of nominees for chapter offices and conduct the subsequent annual election of officers and directors of the Chapter according to the processes and procedures set out in preceding sections.

ARTICLE VII FINANCES

SECTION 1. FISCAL YEAR.

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

SECTION 2. FUND DEPOSITS.

All funds of the Chapter shall be promptly deposited in qualified bank accounts established in the chapter's name by the Treasurer and the President. Any funds acquired by the chapter shall be clearly marked for and deposited to the account of the chapter. Funds of the chapter shall not be co-mingled with the funds of the AIS or any other entity.

SECTION 3. FUND DISBURSEMENTS.

All disbursements of funds of the chapter shall be made by checks signed by the Secretary-Treasurer or, in the event the Secretary-Treasurer is unavailable, by the President.

SECTION 4. TREASURER'S REPORT. The Secretary-Treasurer shall provide to the Executive Board's meeting a written report of the chapter's financial status, which any member of the chapter may inspect upon request. The Treasurer's accounts shall be audited annually at the end of the fiscal year by an independent representative appointed by the Executive Board.

SECTION 5. DISSOLUTION.

Upon dissolution of the chapter, all assets remaining after disposition of all liabilities will be disposed of in accordance with the rules applicable to Friendly Societies incorporated in Israel.

ARTICLE VIII AMENDMENTS

These by-laws may be altered, amended, or repealed, and new and other by-laws may be adopted by resolution or resolutions duly adopted by a majority of the Executive Board present in person, and submitted to and duly adopted by a two-thirds vote the voting membership present and voting at any meeting of the Chapter, with proper advance notice of such vote to members. In addition, changes to the Bylaws shall be consistent with "Bylaw 8. SUBDIVISIONS section, 6. Changes in Bylaws" of the Bylaws of the AIS.