

## SIGMA THETA MU

The International Professional Systems Honor Society.

## CONSTITUTION OF SIGMA THETA MU

### Preamble

The SIGMA THETA MU Association was founded at the 25<sup>th</sup> Annual International Symposium of the International Council on Systems Engineering. It was established by the Founding Board to mark in a fitting manner those who have conferred honor upon the university they are currently attending or their alma mater by distinguished scholarship in the study of systems or the field of systems engineering. To carry out the purposes of this Association, we do hereby ordain and enact this Constitution.

### Article I

#### NAME AND DESCRIPTION

##### Section 1. Name

The name of the International Professional Systems Society shall be SIGMA THETA MU, designated by the Greek letters ΣΘΜ and referred to hereinafter as the Society.

##### Section 2. Purpose

The purpose of the Society shall be to recognize and promote high scholastic, scientific, and professional attainment in the study and practice of systems, systems-related engineering, or systems engineering.

##### Section 3. Incorporation

The Society shall be incorporated, not for profit, under the general corporation laws of the state of California.

##### Section 4. Colors

The colors of the Society shall be blue and white. Honor cords, if issued by chapters, shall be white and royal blue.



### Section 5. Insignia

- (a) The Board of Directors may establish the official insignia of the Society
- (b) The official insignia shall be worn only by members of the Society.

### Section 6. Seal

The seal of the Society shall read: "Sigma Theta Mu" encircled by "International Systems Honor Society."

### Section 7. Creed

The creed of the society shall be "Disciplined Understanding, Execution, and Impact."

## Article II

## MEMBERSHIP

### Section 1. Membership

There is one class of membership: Regular.

### Section 2. Regular Members

A Regular Member, at the time of election, shall be either

- (a) an outstanding undergraduate student or graduate student, possessing the qualities of integrity, leadership and initiative, at a college or university recognized by the Board of Directors of the Society and in a curriculum which is approved by the Board of Directors of the Society, or
- (b) an alumnus or alumna of an institution who graduated at least five years prior to election, and has attained high stature in the field of systems engineering or other systems practice, through outstanding scholarly activity, research, or professional practice, or other service to the profession.

### Section 3. Eligibility of an Undergraduate Student for Election as a Regular Member

To be eligible for election as a Regular Member:

- (a) An undergraduate shall, at the time of election, be of junior or senior status, shall have completed at least nine semester credit hours, or the equivalent, in his or her major area, shall have attended the recognized college or university for at least one full semester or two full quarters, and must possess the qualities listed in Section 2(a) of Article II.
- (b) The candidate's cumulative grade point average shall, at the time of election, be in the upper fifth of all students working toward a degree in the approved curriculum.
- (c) The candidate shall be recommended to the faculty advisor of the Society, if no local chapter exists, by a faculty member who is a member of the Society.

#### Section 4. Eligibility of a Graduate Student for Election as a Regular Member

To be eligible for election as a Regular Member:

- (a) The candidate shall, at the time of election, have completed at least twelve semester hours or the equivalent at the graduate level and shall possess the qualities listed in Section 2(a) of Article II.
- (b) The candidate's cumulative grade point average shall, at the time of election, be in the upper fifth of all students working toward a graduate degree in the approved curriculum. Alternatively, the candidate must have demonstrated exceptional promise as a researcher.
- (c) The candidate shall be recommended to the faculty advisor of the Society, if no local chapter exists, by a faculty member who is a member of the Society.

#### Section 5. Eligibility of an Alumna/Alumnus for Election as a Regular Member

To be eligible for election as a Regular Member:

- (a) An alumna/alumnus candidate must be a person of demonstrated character, ability, and integrity, possessing the qualities listed in Section 2(a) of Article II; must have a record of professional development and of attainment in systems or systems-related engineering; and shall be one who should be expected to add credit and honor to the Society.
- (b) The candidate and sufficient supporting documentation to substantiate the recommendation shall be presented to the faculty advisor of a chapter of the Society; if no local chapter exists, this material may be submitted to the Board of Directors for consideration and approval.

#### Section 6. Nomination Process

- (a) Candidates for Regular Membership shall submit a membership application form along with supporting documentation, if required. By submitting an application form, a candidate shall agree that, if elected, he or she will abide by the principles and ideals of the Society.

#### Section 7. Election of a Candidate for Regular Membership

- (a) A candidate may be elected to Regular Membership by an active chapter if he or she meets the qualifications listed in Article II, Section 3, 4, or 5. The election requires a three-fourths (3/4) affirmative vote of the members present at a chapter meeting called for the purpose of electing new members and must include unanimous vote of all faculty members present who are themselves members of the Society.
- (b) Candidates for Regular Membership who are not nominated and elected by a local chapter may be elected to membership by a majority affirmative vote of the Board of Directors (or by action of an officer or director designated by the Board of Directors for this duty).
- (c) Election to any level of membership becomes final when the candidate receives a certificate of membership to the Society. A local chapter should hold an initiation ceremony to recognize new members.

#### Section 8. Expulsion of Members

- (a) Any member of the Society shall be subject to expulsion if his or her behavior is not in keeping with the purpose of the Society.

(b) Any member may submit to the Board of Directors a recommendation for expulsion of another member; it is expected that sufficient supporting documentation be provided to enable the Board of Directors to understand the circumstances associated with the recommendation.

(b) Expulsion shall require the affirmative vote of two-thirds (2/3) of the total voting membership of the Board of Directors of the Society after due notice is given in writing to the member subject to expulsion. Such a vote shall be held after providing an opportunity for the member to respond in writing and to be heard in his own defense before the Board of Directors. The Board of Directors is not required to meet in person but may use appropriate technological means to facilitate the discussion, defense, and balloting.

### Section 9. Non-Discrimination

The Society supports the principles of equality, equal opportunity, and equal treatment under the law. It is open to all persons, regardless of race, creed, color, national origin, or any other arbitrary classification. It does and will abide by all government regulations relating to equal opportunity and nondiscriminatory practices and all chapters must do likewise.

## Article III

### ANNUAL MEETING OF THE SOCIETY

The Annual Meeting of the Society will be held at a time and location determined by the President of the Society, with the approval of the Board of Directors. During this meeting, the President of the Society shall

- (a) present the Board of Directors to the assembled members of the Society, and
- (b) conduct society business as required

All members of the Society are invited to attend the Annual Meeting and each chapter is encouraged to send at least one member to attend the Annual Meeting.

Special meetings may be called by the President as necessary to conduct the business of the Society. Notice of each meeting shall be given not less than ten days before the meeting.

## Article IV

### BOARD OF DIRECTORS

#### Section 1. Board of Directors

(a) All affairs of the Society shall be managed and directed by the Board of Directors consisting of no more than fourteen (14) members, including the president, president-elect, immediate past-president, secretary, treasurer (or secretary/treasurer) and additional directors as elected in Article IV, Section (c) and (d). This number may be increased to twelve (12) under special circumstances as provided below. The membership of Board of Directors shall be broadly representative of the profession. Every member of the Board of Directors shall be a member of the Society.

(b) A majority of the members of the Board of Directors shall constitute a quorum for the transaction of any and all business and except as otherwise noted in this Constitution, business

will be decided by a majority vote of those Board members present at any meeting that has a quorum.

(c) Except as provided in (d), new Directors shall be elected by a 2/3 vote of the members of the Board of Directors. The term of office for a director shall be two (2) years, and directors shall be eligible to serve consecutive terms. The Board of Directors shall notify members of the Society about vacancies in the Board by appropriate means of communication, such as contacting chapter advisors, and placing notices in magazines and websites of systems-related and systems engineering organizations. Members shall submit nominees for director vacancies to the Secretary at least two weeks in advance of a Board meeting. The Secretary shall send all nominations to Board members with the regular Board meeting announcement. Additional nominees may be proposed by the directors at the next Board meeting and the Board will vote on candidates based on their qualifications, consistent with Article II, Section 9. Vacancies will be filled only to the end of the particular director's term.

(d) When the Society begins operations, three individuals will be named in the incorporation documents as its initial president, treasurer, and secretary. Those individuals will be the initial Officers of the Society and the initial Board of Directors of the Society with all the authority ascribed to the Board of Directors in this Constitution and will be elected to Regular Membership in the Society,

(e) Terms of the Directors shall be arranged such that approximately half of the Directors are elected each year. The Officers shall designate half of the Directors elected at the inception of the society to be three years instead of two to facilitate this.

## Section 2. Meetings of the Board of Directors

(a) The Board of Directors of the Society shall hold an Annual Meeting preceding the Annual Meeting of the Society. At this meeting, the Board of Directors shall review the status of the Society and consider any business brought forward by any member of the Society or by a member of the Board of Directors.

(b) Other meetings may be held as circumstances require. Such meetings may be held electronically, telephonically, or any other means, provided the requirements for quorum, as defined in Article IV Section 1(b) are met.

(c) Notice of each meeting shall be given not less than ten days before the meeting.

## Section 3. Specific Responsibilities

(a) The Board of Directors shall act on all matters concerning the welfare of the Society, its chapters, and its members.

(b) It shall approve the eligibility of colleges and universities to have chapters of the Society, shall approve curricula or academic programs from which members can be elected, and shall see that a list of these is maintained and periodically reviewed.

(c) It may elect members-at-large to the Society when no local chapter exists.

(d) It shall approve and charter, or disapprove, petitions for new chapter in eligible colleges and Universities.

(e) It shall review and approve the annual reports of its elected or appointed officers and committees and take appropriate action.

(f) It shall determine all financial affairs of the Society including the amounts of fees and dues to its members and its chapters.

(g) It shall approve all budgets and make all appropriations.

(h) It shall adjudicate recommendations for expulsion of members and suspension or termination of a chapter.

#### Section 4. Action Without a Meeting

Any action that might be authorized or taken at a meeting of the Board of Directors may be authorized or taken without a meeting if it is in writing and is approved by all the members of the Board of Directors who would be entitled to notice of a meeting for such purpose. Any such properly approved authorization or action shall be entered into the records of the Society.

### Article V

## OFFICERS OF THE SOCIETY

#### Section 1. Officers

(a) The officers of the Society shall be a President, a President-Elect/Vice President, a Past-President, a Secretary, and a Treasurer. The positions of Secretary and Treasurer may be combined by action of the Board of Directors and confirmed by a majority vote of the members of the Society present at an Annual Meeting.

(b) The officers shall be members of the Board of Directors and constitute the Executive Committee of the Board of Directors. Except for the power to amend the Articles of Incorporation and Constitution, the Executive Committee shall have all of the powers and authority of the Board of Directors in the intervals between meetings of the Board of Directors, subject to the direction and control of the Board of Directors.

#### Section 2. President

(a) Except when the Society begins operations, the President-Elect/Vice President shall become President after serving a two (2) year term as President-Elect/Vice President, or sooner if the position of President become vacant.

(b) The president shall preside at the annual meeting and at all other meetings of the Board of Directors, and shall perform such other duties as requested by the Board of Directors.

(c) The president shall have the power to appoint, by and with the approval of the Board of Directors, all committees deemed advisable, including ad hoc committees and a nominating committee.

(d) The president may call meetings of the Executive Committee or the full Board of Directors.

(e) The president may sign contracts or otherwise legally commit the Society.

### Section 3. President-Elect/Vice President

(a) The President-Elect/Vice President shall be elected by 2/3 vote of the Board of Directors.

(b) He or she shall perform the duties of the President in case of absence of the President or the inability of the President to act and shall perform such other duties as requested by the Board of Directors.

### Section 4. Past-President

The immediate past president of the Society shall serve for two (2) years after the expiration of his term as President, and shall perform such duties as requested by the Board of Directors. If the Past President is unable or unwilling to fulfill those duties, the position shall remain vacant and not be counted in the determination of a quorum. Note: At the inception of the Society no Past-President will exist; this position shall be vacant until filled by the first President.

### Section 5. Secretary\*

(a) Except when the Society begins operations, the Secretary shall be elected by a 2/3 vote of the Board of Directors.

(b) He or she shall act as recording and corresponding secretary of the Society and shall keep, or cause to be kept, full and complete records of the Society.

(c) He or she shall act as secretary at the annual meeting and at all meetings of the Board of Directors and shall perform such other duties as requested by the Board of Directors.

### Section 6. Treasurer\*

(a) Except when the Society begins operations, the Treasurer shall be elected by 2/3 vote of Board of Directors.

(b) He or she shall be the financial officer of the Society, shall keep, or cause to be kept, a complete record of all money received and dispersed by, or on behalf of the Society, and shall secure proper receipts for all monies dispersed.

(c) He or she shall report the financial condition of the Society to the annual meeting and to the Board of Directors whenever requested, and shall perform such other duties as requested by the Board of Directors. The Board of Directors will determine the format to be used by the Treasurer for that report.

\*At the option of 2/3 of the Board of Directors, one person may simultaneously hold the offices of the Secretary and the Treasurer under the title of Secretary/Treasurer.

### Section 7: Special Circumstances

If officers or directors are deceased or otherwise unable or unwilling to discharge their duties, the remaining Board may take such actions as required to maintain the ongoing operations of the Society. They shall publicize any extraordinary elections, appointments, or other actions taken and are expected to fill any vacancies promptly.

## Article VI

### FINANCIAL

#### Section 1. Tax Status

The Society is a not-for-profit tax-exempt public charitable organization under section 501(c)(3) of the US Internal Revenue Code. Contributions to the Society are deductible under section 170 of the code. The Society is qualified to receive tax-deductible bequest, devises, transfers, or gifts under section 2055, 2106, or 2522 of the Code.

#### Section 2. Initiation Fees and Annual Dues

The Board of Directors may set initiation fees and annual dues.

## Article VII

### CHAPTERS

#### Section 1. Eligible Colleges and Universities

(a) A chapter of this Society may be organized at any eligible college or university with approval by the Board of Directors.

(b) Any college or university that offers at least one curriculum or program of study leading to a baccalaureate or graduate degree in systems engineering or a systems-related field may submit an application to the Board of Directors to establish a chapter. Any such baccalaureate degree(s) must be accredited by ABET or by the equivalent engineering accrediting body if the college or university is not located in the United States.

(c) Any faculty member at an eligible institution who is a member of the Society is eligible to organize a chapter at that institution.

(d) The Board of Directors shall determine the eligibility of each college or university to organize a chapter of the Society.

#### Section 2. Petition for Charter

(a) A petition to establish a chapter may be directed to the Board of Directors through the Secretary of the Society by any faculty member of the eligible college or university who is a member of the Society or by any group of eligible students with the endorsement of such a faculty member. Such petitions must be accompanied by the approval, in writing, of an administrative officer of the college or university.

(b) Such petitions may be approved by a two-thirds (2/3) vote of the total membership of the Board of Directors of the Society. After such approval, the Secretary shall issue a charter and assign a name to the chapter.

#### Section 3. Chapter Officers

A Society chapter operates within a college or university as a student organization, and shall meet all requirements of such organizations as specified by the college or university. The officers and operating procedure for the chapter are described below.



(a) The officers of each chapter shall be a President, a Vice-President, and a Secretary. Each officer shall be elected for a one calendar year term and shall be eligible for re-election. A chapter may have fewer officers, if allowed by the college or university rules for student organizations.

(b) Any member of a chapter may hold office provided he or she is elected by a majority vote of the members of the chapter present at a meeting called for that purpose.

(c) The chapter President shall be the executive officer of the chapter. He or she shall preside at all meetings, shall appoint such committees, including ad hoc committees, as may be necessary to operate the chapter and shall perform such other duties as the chapter may request.

(d) The chapter Vice-President shall assist the President, shall preside at all functions of the chapter in his or her absence, and shall perform such other duties as the President of the chapter may request.

(e) The chapter Secretary shall keep a full and permanent record of all meetings and proceedings of the chapter and shall have custody of all record, reports, or other important chapter documents. All chapter records shall be open to the inspection of the chapter members and of properly accredited officials of the Society and the college or university. The chapter Secretary shall conduct all official correspondence promptly and shall perform such other duties as the President of the chapter may request. He or she will also send an Annual Chapter Report that lists the new members initiated during the year to the Secretary of the Society at the end of his or her term. The Annual Chapter Report is to be mailed electronically no later than June 15.

#### Section 4. Chapter Faculty Advisor

(a) Each chapter shall have a faculty advisor elected by a majority vote of the chapter members present at a meeting called for the purpose of electing officers or as otherwise required by the university or college. The faculty advisor shall be a member of the Society. The Board of Directors of the Society reserves the right to approve the election of the faculty advisor.

(b) The faculty advisor shall remain in office until resignation or removal for cause by the Board of Directors of the Society or by the university or college.

#### Section 5. Chapter Meetings

(a) Meetings of the chapter may be called by the chapter Presidents when the occasion demands.

(b) Each chapter shall hold an annual meeting for the election of officers and the consideration of any other business to be brought before it.

(c) Each chapter shall hold a meeting each year to elect new members, a meeting to instruct new initiates in the purpose and ideals of the Society, and a meeting for the formal initiation of new members. The formal initiation ceremony shall be open to the public and may coincide with the annual meeting.

#### Section 6. Selection of Candidates for Membership

(a) It shall be the duty of the faculty advisor to review the scholastic records of all students to determine which students are eligible for membership in the Society. A list of eligible students shall be placed in nomination by the chapter Secretary or consideration by the chapter members present at a meeting called for the purpose of electing new chapter members.

(b) New members shall be elected by a three-fourths (3/4) majority of the members present at the meeting called for the purpose of electing new chapter members.

## Article VIII

### INITIATION

#### Section 1. Induction by a Chapter

The initiation of new members into the Society by a chapter shall be conducted in a dignified manner and in accordance with a ritual that will be approved by the Board of Directors for all chapters. Under no circumstances will there be any hazing or harassment of member candidates or members.

#### Section 2. Induction Where There is No Chapter

The initiation of new members into the Society in a region in which there is no local chapter shall be optional in form and shall be conducted in a dignified manner by a representative of the Society or active chapter, or by a faculty advisor of an active chapter.

#### Section 3. Certificate of Membership

Each new member shall be given a certificate of membership in the Society and shall have the right to own and wear the badge (or other regalia) of the Society.

## Article IX

### AMENDMENTS

#### Section 1. Proposing Amendments

Any member of the Society or any chapter may propose amendments for action by the Board of Directors by presenting them to the Secretary of the Society in writing at least ninety (90) days in advance of the Annual Meeting.

#### Section 2. Procedure to Amend

This Constitution may be amended by an affirmative vote of three-quarters (3/4) of the total membership of the Board of Directors of the Society, at a meeting of the Board duly called and held, provided notice of such meeting has stated that amendments to the Constitution are to be discussed at the meeting or by unanimous affirmative vote of all members of the Board of Directors at a meeting duly called and held, a quorum being present.

## Article X

### BY-LAWS

By-Laws of any nature consistent with provisions of this Constitution may be drawn up and adopted by the Board of Directors for its own use, by the members of a chapter for the operation of that chapter, or by the Board of Directors for the members of a chapter but subject to their approval.

## Article XI

### EFFECTIVE DATE

This Constitution shall take effect upon ratification of the Board of Directors. Note: The Board of Directors met and ratified the Constitution on October 10, 2015.

## Article XII

### DISSOLUTION

In the event of dissolution of the Society, The Board of Directors shall, after payment of all debts and obligations, transfer the net assets remaining to one or more organizations or educational foundations which serve the systems and systems engineering community, as identified by the then Board of Directors, and such organizations shall be exempt from the payment of Federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1954 or of corresponding provisions of subsequent Internal Revenue Codes.