



Article 1: Name

The name of the Association shall be the Society for Marketing Advances (hereafter referred to in this document as "Association").

Article II: Purpose

Section 1. The Association exist to foster service, research, and education in the field of marketing and to encourage the exchange of ideas among members with similar interests.

Section 2. It aims to promote the growth of intellectual leadership in the field of marketing on the part of teachers, researchers, and students in universities and interested executives in business and government.

Article III: Functions

Section 1. The Association shall provide a forum for the presentation and discussion of problems in the field of marketing and marketing education as may seem desirable and in keeping with its objectives.

Section 2. The Association shall encourage and, where possible, secure the publication of worthy papers and research reports of an original nature dealing with the field of marketing and the teaching thereof.

Section 3. The Association shall promote, sponsor, and conduct such original research in the field of marketing as may seem desirable and consistent with the general purposes of the Association.

Section 4. The Association shall perform such activities as are required to represent marketing education effectively in academic circles.

Section 5. The Association shall seek out and make available to its members information on visual, technical, or pedagogical aids for use in marketing education.

Section 6. The Association shall seek to advance marketing as professions and shall encourage cooperation and exchange of viewpoints among scholars and leaders in business and government.

Section 7. The Association shall cooperate with other societies in activities that promote the purpose of the Association.

Section 8. The Association may carry on such other activities as are compatible with the purpose of the Association.

Article IV: Membership

Section 1. Membership is open to persons who are actively engaged in the field of marketing at a university, college, junior college, community college, technical institute, extension school, or management training center. Membership is open to graduate students with a major or minor in marketing in any type of schools mentioned above.

Section 2. Membership is open to business or government executives who are supportive of the purpose of the Association.

Section 3. A member in good standing is anyone who paid the annual Conference registration fee, regardless of actual attendance at the conference. There is no membership fee separate from the conference registration.

Section 4. The President of the Association may appoint an ad hoc committee whose responsibility it shall be to search out and name to honorary membership uniquely distinguished marketing practitioners. The number of honorary memberships shall be limited to three or fewer per year. Names of honorary members shall be recorded for that purpose. Such members shall be accorded all rights, privileges, and duties of full membership.

Article V: Officers and Duties

Section 1: The officers of the Association shall be: President, President-Elect, Secretary, Treasurer, Executive Director, Director of Electronic Communications, Director of Academic Placement Services, Director of Membership, and Proceedings Editor. The offices of President, President-Elect, Secretary, Treasurer, and Executive Director are elected positions, while the offices of Electronic Communications, Academic Placement Services, Membership, and Proceedings Editor are appointed by the Executive Committee as approved by the Board of Governors' nominating committee (See Article VI, section 1).

These officers constitute the Executive Committee of the Association. All officers are voting members of the Executive Committee.

Section 2. The President shall preside at all meetings of the Association, but may delegate this responsibility to the President-Elect or to another voting member of the Executive Committee at their discretion. The President shall have whatever authority may be required for management of the affairs of the Association during the interim between annual conferences, except that he/she/they (hereafter "they") may not encroach on any specific grants of authority made hereafter by this Constitution to officers or committees. They shall conduct the annual election of

officers including the tabulation of ballots as outlined in the Constitution Article VI and verified by the Chair of the Board of Governors. They shall present a report of the status and progress of the Association at the business meeting at the Annual Conference. The President shall make committee assignments on an as needed basis. The President shall assist the rest of the Executive Committee on an as needed basis in order to ensure the Association's longevity. For more specific duties, please see the SMA website.

Section 3. The President-Elect shall, at the President's request, act on their behalf in their absence or disability. The President-Elect shall be responsible for the program for the Annual Conference and may have other duties assigned them by the President or by this Constitution hereafter. The President-Elect is responsible for assisting the Executive Director to solicit sponsors for the Association. For more specific duties, please see the SMA website.

Section 4. The Secretary shall keep the minutes of all business meetings of the Association and all records except those of a financial nature. They shall act as historian of the Association, prepare SMA Newsletters, create content for SMA Newsletter, document events through photographs, maintaining all SMA social media account(s) with the assistance of the Membership Director and/or Director of Electronic Communications, and performs such other duties as may properly be assigned to a secretary of a learned society. For more specific duties, please see the SMA website.

Section 5. The Treasurer shall be responsible for the funds of the Association. The Treasurer shall prepare a budget, issue checks, collect dues and other receipts, keep complete and accurate books of account showing all receipts and disbursements, prepare treasurer's reports, and perform such other duties as may pertain to their office. At the annual business meeting, the treasurer will report to the membership on the financial condition of SMA. They are responsible for maintaining tax exempt status for each conference location, where applicable. The Treasurer is also responsible for assisting members with registration, when needed. The Treasurer of the Association shall be responsible for purchasing D&O (Directors and Officers) insurance and other relevant policies. The Treasurer shall be the custodian of property owned by the Association. In the event the Treasurer is unable to house the Association's property they may seek out alternative arrangements. The Treasurer is responsible for conducting a manual inventory with electronic records of the Association's property (e.g., office supplies, screens, projectors, badges, etc.) with the assistance of the Executive Committee members. For more specific duties, please see the SMA website.

Section 6. The Executive Director shall serve as an information clearinghouse for members and non-members. They shall assist the President and President-Elect in the performance of duties that are essential to sustain a learned society. The Executive Director shall work under the direction of the Executive Committee of the Association to secure hotels, sponsors, and exhibitors for the Annual Conference. The Executive Director is responsible for assuring that conference rooms are properly equipped (projectors, screens, cabling) for all conference sessions, equipment is in working order, and the return of equipment to the Treasurer at the end of the conference. The Executive Director shall serve on the Board of Governors (BoG) during their tenure as Executive Director. For more specific duties, please see the SMA website.

Section 7. The Director of Electronic Communications shall serve as web master for the SMA web site, and shall also provide technical and strategic assistance to the Association as requested by the President and President-Elect. The Director is responsible for maintaining a style guide for the website. They should update the website accordingly based on these style guides. The Director is responsible for maintaining an official membership list and membership records. The Director of Electronic Communications shall be responsible for sending electronic correspondence (email, list serve) as directed by the Executive Committee. They are responsible for assisting the Secretary and Membership Director with the SMA social media account(s). They are also responsible for assisting members with Registration questions/difficulties. For more specific duties, please see the SMA website.

Section 8. The Director of Academic Placement Services is responsible for coordinating a system between Association members seeking academic positions with colleges/universities looking for qualified applicants. They are responsible for contacting hiring colleges/universities to promote our service. They supervises academic career services activities during the Association's annual conference. For more specific duties, please see the SMA website.

Section 9. The Director of Membership is responsible for maintaining a year-long program including any workshops. With the assistance of the President-Elect, Director of Electronic Communication, and Director of Academic Placement Services, they are responsible for maintaining a list of current and prospective members. They will assist the Secretary and Director of Electronic Communications with SMA social media account(s) in order to help grow Association membership. The Director of Membership is also responsible for working with the President-Elect to develop the conference program app (if used). As the Director of Membership, they are responsible for creating and conducting any surveys of current and prior members. In addition, the Director of Membership is tasked with soliciting membership renewals from previously attending members that did not attend the current year's conference. They should work closely with the treasurer and the Director of Electronic Communications to have an accurate reporting of the number and location of members. With approval of the Executive Committee, the Director of Membership may solicit members to advance the goals of the strategic plan. For more specific duties, please see the SMA website.

Section 10. The Proceedings Editor is responsible for the production and publication of the annual SMA Proceedings. They are responsible for tracking presentations at the annual conference to assure that inclusion in the SMA Proceedings is in accordance with SMA guidelines. They shall maintain and renew, as necessary, International Standard Book Numbers (ISBN) for SMA Proceedings. For more specific duties, please see the SMA website.

Article VI: Election and Tenure

Section 1. All officers of the Association shall be nominated by a Nominating Committee consisting of three members of the BoG appointed by the BoG Chair.

The Executive Committee shall solicit candidates for elected and appointed positions via email announcement following the Annual Conference by January 15th. The election for elected positions are to be completed by March 31st. From members voicing interest in serving in an

elected or appointed position, the Executive Committee shall submit a list of all interested and qualified members and their credentials including its recommendation of the top two candidates for each position to the Nominating Committee for consideration. Nominating Committee shall prepare a slate of officers, considering recommendations of the Executive Committee, with two nominees per contested office, except in situations where the listing of one candidate is deemed appropriate. Additionally, the Nominating Committee shall also list on the election ballot the names of BoG candidates, representing SMA Distinguished Fellows, Rusty Brooks Distinguished Service Award recipients, and members-at-large. Upon completion of the ballot, the SMA Executive Committee will manage the balloting process.

Section 2. The offices of President and President-Elect shall be for a term of one year each. The President-Elect shall assume the position of President for the one-year term immediately following their completion of the term of President-Elect. In order to run for the office of President-Elect of the Association, a person must have served a minimum of one year as a voting officer on the Executive Committee. Because President-Elect nominations are completed two-years prior to the term starting, prior to the start of the President-Elect's term, the President-Elect must have served as a voting officer on the Executive Committee for at least three years. Such service may be in multiple positions and in consecutive or nonconsecutive years. If, after elected, the President-Elect has not completed the three-year minimum Executive Committee service, then the President-Elect will not be able to serve in the role elected. In this situation, the position will be up for re-election following the nominating procedures outlined in the Constitution. The President-Elect shall serve as a member of the BoG during their tenure as President-Elect. The President shall serve on the BoG for their tenure as President and for the following three years as a Past President.

Section 3. The offices of Secretary, Director of Membership, Executive Director and Treasurer shall be for a term of two years. The offices of Secretary and Director of Membership shall come up for election in even years while the offices of Executive Director and Treasurer shall come up for election in odd years. The offices of Director of Academic Placement Services, Director of Electronic Communications, and SMA Proceedings, are each appointed for a term of two years by vote of the Executive Committee voting members as per the nomination guidelines outlined herein, and may be reappointed in the same manner to additional two-year term. For all offices, terms begin and end at the close of the business meeting at the annual conference. The terms for the offices of the Treasurer, Executive Director and Director of Electronic Communications shall end in odd years, and the Secretary, Director of Membership, Director of Academic Placement and Proceedings Editor shall end in even years.

Section 4. The officers of the Association shall be elected to office for their associated terms of service by email ballot. Such elections shall take place the first quarter of a year for terms beginning in that year. A majority of the ballots returned shall be sufficient to elect. The results of the election shall be announced at the business meeting at the annual conference, and at the close of the business meeting the new officers shall take office.

Section 5. If, for any reason, an officer is unable to complete their term of office, the President, shall have the authority to appoint another member of the Association to the vacated office to complete the time remaining in the original term. Appointment of such member requires the

majority approval of the standing Executive Committee.

In the event the President-Elect is unable to complete their term of office once it has officially begun, the President-Elect appointed to complete the current term shall not automatically assume the office of President in the year following their tenure as President-Elect. In this circumstance, the office of President is subject to election by the membership for a term of one-year in accordance with procedures outlined herein.

Section 6. In the event a change in term occurs through Constitutional revision, the standing officers shall have the option to extend their term to align with the new term or vacate the office at the end of the terms that was in effect when they were elected or appointed. In the event an officer chooses to vacate the office, the President, with majority vote of the Executive Committee, shall have the authority to either appoint another member of Association to complete the time remaining in the original term, or reassign duties of the office being vacated to standing members of the Executive Committee for the time remaining in the original term.

Section 7. If any member of the Executive Committee excluding the President is not performing the duties of the office to which they were elected or appointed, a vote of no-confidence may be executed by the Executive Committee, and the officer removed from office. Any member of the Executive Committee may call for a vote of no-confidence. At least sixty-six percent (66%) of the voting members of the Executive Committee is required to affect a no-confidence removal of an officer. If an officer is removed from office under this section, the President has the authority to either appoint an Association member to assume the office and complete the term of the removed officer, or reassign duties of the office being vacated to standing members of the Executive Committee to complete for the time remaining in the original term.

Section 8. If the President is not performing the duties of the office to which they were elected, a vote of no-confidence may be executed by the Board of Governors to remove the President from office. Any member of the Executive Committee or the Board of Governors can ask the Chair of the Board of Governors to call for a review of the President's performance which may or may not lead to a vote of no-confidence. During this review, the President may be given an opportunity to address any concerns within 5 calendar days. Upon the completion of this review, a vote of no-confidence could take place according to Robert's Rules of Order. At least sixty-six percent (66%) of the voting members of the Board of Governors is required to affect a no-confidence removal of the President. In the event that the President is removed from office or resigns, the Chair of the Board of Governors shall perform the duties and have the authority of the President as outlined herein.

Article VII: Board of Governors

Section 1. The Board of Governors (BoG) shall be charged with advising the Association's Executive Committee on various matters such as (but not limited to): (1) strategic initiatives regarding the Association's programming, membership, alliances with other organizations (both academic and non-academic); (2) fundraising possibilities; and (3) any other roles that impact the strategic functioning, presence, reach, reputation, and influence of the Association. The BoG will accept ad hoc responsibilities as may be requested by the Executive Committee. The BoG shall

approve all changes to the Association's Constitution and By-Laws prior to the submission of these changes for approval to Association members in good standing. From time to time, the BoG shall appoint ad hoc committees as deemed necessary. The BoG shall further have responsibility for conducting the annual Association Officer nomination process.

Section 2. The BoG shall consist of 15 members, including: (1) the three immediate past Association Presidents (2) three SMA Distinguished Fellows, to serve three-year staggered terms; (3) three Rusty Brooks Distinguished Service Award Recipients, to serve three-year staggered terms; (3) three Association members-at-large, serving three-year staggered terms (4) the Executive Director; (5) President; and (6) President-Elect. BoG members representing SMA Distinguished Fellows, Rusty Brooks Distinguished Service Award Recipients, and members-at-large will be elected. The Executive Director, President, and President-Elect will serve on the BoG based on their election to their respective positions, with their term ending when their term in their respective position ends. The three immediate past presidents also serve based on their respective positions. Terms begin and end at the close of the business meeting at the annual conference.

Section 3. The Chairperson of the BoG shall be elected from among members of the BoG for a two-year term. The appointment is renewable for a single two-year term. The terms begin and end at the close of the business meeting at the annual conference.

Section 4. The BoG shall meet as a formal body at least once a year during the SMA Annual Conference time frame. Additional meetings may be held as needed, in person or through other means.

Article VIII: Amendments

Section 1. This Constitution may be amended either through the mail/email or at the business meeting at the Annual Conference. When the vote is conducted through the mail/email, successful amendment requires a two-thirds vote of the members voting, but not less than a 25 percent favorable vote by all members of the Association in good standing. When the vote is conducted at the business meeting at the annual conference, successful amendment requires a two-thirds vote of the members voting, and a quorum will exist based on the number of members present and in good standing at the designated location and time scheduled for the business meeting.

Section 2. Any proposals to amend this Constitution must be submitted to the members at least thirty (30) days before the closing date for the ballot, whether the ballot is taken by mail/email or at the business meeting at the annual conference. In the case of a mail ballot, a report of the results of the ballot must be made at the business meeting at the next annual conference of the Association.

Article IX: Liability

Section 1. Nothing herein shall constitute members of the Association as partners for any purpose. No member, officer, agent, or employee shall be liable for the acts or failure to act of

any member, officer, agent, or employee of the Association. Nor shall any member, officer, agent, or employee be liable for their acts or failure to act under this Constitution and By-Laws, excepting only acts or admissions of their malfeasance. The Association will maintain a Directors and Officers (D&O) Insurance Policy, purchased by the Treasurer, to protect the association and its officers/directors.

BY-LAWS

Article I: Governance

Section 1. The conduct of the Association's business shall be governed by the By-Laws.

Section 2. The provisions of the By-Laws may not conflict with the provisions of this Constitution, from which they derive their sanction.

Article II: Committees

Section 1. The standing committees of the Association shall be the Executive Committee. The President may appoint ad hoc committees from time-to-time as circumstances dictate. The President shall be a member ex officio of all committees and shall serve as Chairperson of the Executive Committee.

Section 2. The Executive Committee shall be composed of nine voting members: President, President-Elect, Secretary, Treasurer, Executive Director, Director of Academic Placement Services, Director of Electronic Communications, Director of Membership, and Proceedings Editor. All policies of the Association must be approved by the voting members of the Executive Committee. Any important questions of policy interpretation and application shall be submitted by the President to the Executive Committee for its recommendation. In the case of extraordinary conditions, such as a national emergency, rendering one or more annual conferences impracticable, the current Executive Committee is charged with the responsibility for maintenance and preservation of the Association, its finances, and its records until a new set of officers has been elected and new ad hoc committee chairpersons have been appointed. The Executive Committee may execute contracts and obligate the Association for future Conference hotels for no more than two years in advance, such that in addition to the Conference hotel contract for the current year's conference, the Executive Committee may execute Conference hotel contracts for the following two years. The Executive Committee may not execute any obligations for indebtedness in excess of unencumbered funds in the Treasury (not including indebtedness for hotel contracts) at the time a contract is signed.

Section 3. The Chairperson of each ad hoc committee shall report to the President and shall render annually a report of the activities and accomplishments of their committee. Such reports shall be made known to the members of the Association at the business meeting at the annual conference.

Section 4. The members officially registered as present and in good standing shall constitute a quorum at all business meetings of the Association. The Association shall hold at least one

business meeting each year unless prevented by emergency.

Article III: Dues

Section 1. Annual dues of the Association shall be set by action of the voting members of the Executive Committee. Conference attendance fees, including but not limited to late registration fees, shall be set by action of the voting members of the Executive Committee.

Section 2. The Association's fiscal year shall run from April 1 through March 31.

Section 3. Dues cover a fiscal conference year (November 1st - October 31st) and are not prorated for fractions of years.

Section 4. A former member dropped for non-payment of dues may be reinstated upon payment of current year's dues.

Article IV: Amendments

Section 1. These By-Laws may be amended either through the mail/email or at the business meeting at the annual conference. When the vote is conducted through the mail/email, successful amendment requires a two-thirds vote of the members voting, but not less than a 25 percent favorable vote by all members of the Association in good standing. When the vote is conducted at the business meeting at the Annual Conference, successful amendment requires a two-thirds vote of the members voting, and a quorum will exist based on the number of members in good standing who are present at the designated location and time scheduled for the business meeting. The Executive Committee is responsible for the voting process.

Section 2. Any proposals to amend these By-Laws shall be submitted to the members at least thirty days before the closing date for the ballot, whether the ballot is taken by mail/email or at the business meeting at the annual conference. In the case of a mail/email ballot, a report of the results of the ballot must be made at the business meeting at the next annual conference of the Association. The Executive Committee is responsible for the voting process.

Constitution as of March 31, 2023