

Northeast Decision Sciences Institute  
Charter

1. NAME

The name of this organization shall be the Northeast Region of the Decision Sciences Institute (hereinafter also referred to as “Northeast Decision Sciences Institute” or “NEDSI”).

2. AFFILIATION & LEGAL STATUS

The Decision Sciences Institute, Inc. (hereinafter also referred to as, “DSI”) is organized and operated as a nonprofit corporation exclusively for one or more of the purposes as specified in Section 501(c)(3) of the Internal Revenue Code.

The NEDSI is created and authorized by the Decision Sciences Institute through the granting of this charter as belonging to the Americas Division, consistent with Title 5 of the Bylaws of the Decision Sciences Institute. As such, the NEDSI is not a legal entity and cannot enter into any business transactions, contracts, or any other legally-binding activities.

The organization, structure, membership, voting, activities, finances, and reporting of the same, and all other matters relating or pertaining thereto, of the NEDSI shall be conducted in accordance with and subject to the Policies and Procedures Manual of the Decision Sciences Institute available at DSI Home Office.

At all times, the activities and operations of the NEDSI shall be subject to oversight and guidance from the Decision Sciences Institute.

3. ADDRESS

The mailing address of the NEDSI shall be the mailing address of the Decision Sciences Institute Home Office.

4. MISSION

To further the mission of the Decision Sciences Institute, the NEDSI shall conduct activities in that region to provide for the exchange of information among those who extend, apply, and teach disciplines of the decision sciences.

5. MEMBERSHIP

As the NEDSI is not a legal entity, it shall not have members or collect membership dues.

6. BOUNDARIES OF THE REGION

The territories of the NEDSI shall include ME, VT, NH, MA, NY, CT, RI, eastern PA, NJ, DC, DE, MD, WV, PR, VI.

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7. FISCAL YEAR, BUDGET, AND FINANCIAL MATTERS

The fiscal year of the NEDSI shall be the same as for the Decision Sciences Institute.

A budget of expected revenues and expenses for the upcoming year shall be submitted for review and approval by the Board of Directors of the Decision Sciences Institute as specified in the Policies and Procedures Manual of the Decision Sciences Institute.

At all times, all matters of the NEDSI that are financial transactions in nature (e.g., payments and receipts) shall be conducted through and by the Decision Sciences Institute Home Office, unless rare exceptions have been formally requested and received by the NEDSI.

8. GOVERNANCE OF THE REGION

8.1. BOARD OF DIRECTORS

The NEDSI shall be managed by a Board referred to as the NEDSI Board of Directors.

The NEDSI Board of Directors shall be comprised of no fewer than five (5) and no more than twenty-two (22) members, plus one ex-officio member from the Executive Committee of the Board of Directors of the Decision Sciences Institute.

When the NEDSI Board of Directors has only five (5) members, the officer positions on the NEDSI Board of Directors shall be designated as President, Immediate Past President, President Elect, Treasurer, and Secretary.

When the NEDSI Board of Directors has more than five (5) members, the positions on the NEDSI Board of Directors shall be President, Immediate Past President, President Elect, Treasurer, Secretary, and the remaining titles to be determined at the discretion of the NEDSI Board of Directors.

8.1.1. ROLES AND RESPONSIBILITIES OF BOARD OFFICERS

**President.** The President shall be the region's Chief Executive Officer. The President shall serve for a term of one (1) year, and shall automatically become Immediate Past-President for a subsequent term of one (1) year.

**Immediate Past-President.** The Immediate Past President shall, in the absence or incapacity of both the President and President-Elect, preside at meetings of the Board of Directors and the Executive Committee.

**President-Elect.** The President-Elect shall, in the absence or incapacity of the President, preside at meetings of the Board of Directors and the Executive Committee. The President-Elect shall serve for a term of one (1) year, and shall automatically become President for a subsequent term of one (1) year.

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**Treasurer / Regional Financial Officer (RFO).** The Treasurer shall keep and maintain, or cause to be kept and maintained, adequate and correct books and records of account of the properties and transactions of the Region, and other matters customarily included in financial statements.

The Treasurer shall deposit, or cause to be deposited, all money and other valuables in the name and to the credit of the Region with such depositories as designated by the Home Office; shall disburse, or cause to be disbursed, the funds of the Region as may be ordered by the Board; shall render, or cause to be rendered, to the DSI Executive Director, whenever requested, an account of all transactions as authorized and of the financial condition of the Region; and, shall have such other powers and perform such other duties as may be prescribed by the Board, the bylaws, or the DSI's Policies and Procedures Manual.

**Secretary.** The Secretary shall record, maintain and provide access to the minutes of all proceedings of the Board; authenticate the records of the Region and give or cause to be given, notice of all meetings of the Board required by the bylaws to be given. The Secretary shall have such other powers and perform such other duties as may be prescribed by the Board, the bylaws or the DSI's Policies and Procedures Manual.

#### 8.1.2. BOARD ELIGIBILITY

Only Regular Members of the Decision Sciences Institute in good standing shall be nominated and elected or appointed to serve on the NEDSI Board of Directors.

Members of the NEDSI Board of Directors shall maintain Regular Member status in the Decision Sciences Institute during the entire term of Board service.

No individual shall serve contemporaneously in more than one official position on the NEDSI Board of Directors.

No individual shall succeed to the same Board position within two (2) terms of vacating such Board position, except under extenuating circumstances and subject to formal approval by the Board of Directors of the Decision Sciences Institute.

#### 8.1.3. BOARD POSITION NOMINATION OR APPOINTMENT

Members to serve on the NEDSI Board of Directors shall be nominated and elected by voting-eligible members of the Decision Sciences Institute as defined in the Bylaws of the Decision Sciences Institute through a consistent process approved by the Board of Directors of the Decision Sciences Institute.

#### 8.1.4. BOARD DECISION-MAKING AND RECORD KEEPING

Only matters that are consistent with the Bylaws of the Decision Sciences Institute shall be brought forth for discussion or adjudication by the NEDSI Board of Directors.

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No matter before the NEDSI Board of Directors shall be discussed and acted on unless minutes of the discussion and decisions are recorded.

All matters to be decided by the NEDSI Board of Directors shall require a majority vote of the NEDSI Board of Directors

All minutes of meetings of the NEDSI Board of Directors shall be provided to the Home Office of the Decision Sciences Institute

The Decision Sciences Institute reserves the right to review all actions of the NEDSI Board of Directors, and to veto or otherwise reverse or overrule any such action that has the potential to damage or cause harm to the Decision Sciences Institute and its viability.

9. CONFERENCE OF THE REGION

9.1. CONFERENCE LOGISTICS

The NEDSI shall organize a conference annually, except under extenuating circumstances and with formal approval by the Board of Directors of the Decision Sciences Institute.

The name of the conference organized by the NEDSI shall be marketed as the (YEAR) NEDSI Annual Conference.

The timing of the conference being organized by the NEDSI shall be during the months of January, February, March, or April.

The location of the conference being organized by the NEDSI shall be within the United States that are logically considered to be part of the NEDSI.

The conference being organized by the NEDSI may be in conjunction with other conferences organized by professional entities not affiliated with the Decision Sciences Institute subject to the approval of the Board of Directors of the Decision Sciences Institute.

The conference being organized by the NEDSI shall be either separate from conferences organized by other regions or in conjunction with conferences organized by other regions.

The NEDSI shall establish differential conference registration rates consistent with the Bylaws of the Decision Sciences Institute.

9.2. CONFERENCE CHAIR

The conference organized by the NEDSI shall have a conference chair.

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Only Regular Members of the Decision Sciences Institute and in good standing shall be nominated and elected or appointed to serve as a conference chair.

The conference chair shall maintain Regular Member status in the Decision Sciences Institute during the time he/she serves in this capacity.

9.3. CONFERENCE MANAGEMENT AND REGISTRATION SYSTEMS

The NEDSI shall use the Conference Management System of the Decision Sciences Institute, except under extenuating circumstances and subject to formal approval by the Board of Directors of the Decision Sciences Institute. The nominal cost for usage of such system shall be conveyed to the NEDSI in advance and shall be expensed against revenues of the conference.

The NEDSI shall use the Conference Registration System of the Decision Sciences Institute. This will be provided at no cost.

10. PUBLICATIONS OF THE REGION

The NEDSI shall have discretion to produce conference proceedings.

The NEDSI shall not create or support journals, books, monographs, or similar publications, whether in print or digitally, to be affiliated with the region or the Decision Sciences Institute.

11. COMMUNICATIONS FROM THE REGION

The NEDSI shall have discretion to communicate activities of the regions to relevant stakeholders, including but not limited to members of the Decision Sciences Institute for which such communication shall be through the Decision Sciences Institute Home Office.

The NEDSI shall maintain, webpages consistent with overall branding of the Decision Sciences Institute.

12. REVOCAION OF CHARTER

The Charter for the NEDSI may be revoked at the request of the NEDSI Board of Directors or for cause such as the following:

- Failure of the NEDSI to abide by the terms of the Charter
- Fiscal impropriety on the part of the NEDSI Board of Directors or its appointees
- Consecutive years of absence of the NEDSI to be represented at Regional Activities Summit of the annual meeting
- Consecutive years of financial losses from NEDSI regional activities
- Consecutive years of inadequate attendance at the NEDSI annual conference

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Before a judgment of revocation is passed, the NEDSI shall be given timely notice of any charges against it and the opportunity to present its case against revocation to the Board of Directors of the Decision Sciences Institute.

Revocation of the Charter for the NEDSI shall require a two-third affirmative vote of the Board of Directors of the Decision Sciences Institute.

13. OTHER

At all times, acts and activities of the NEDSI that are not covered by this Charter shall require formal approval by the Board of Directors of the Decision Sciences Institute before being conducted.

*Approved June 6, 2019*