Strategic Management Society

SMS Board of Directors
Committee Charters

Revised January 2023

Contents

Board of Directors Committees

As outlined in the Bylaws of the SMS, the Board of Directors, by resolution, establishes standing committees and delineates their duties. Permanent committees of the Board of Directors are:

- **Executive Committee**: Consists of the Officers of the Society and is empowered to act on behalf of the Board of Directors with the full powers of the Board, provided that a report of actions taken by the Executive Committee is made to and ratified by the Board of Directors at its next meeting. The President presides at all meetings of the Executive Committee.
- **Finance Committee**: Consists of the Treasurer, the President-Elect, the Executive Director, and such other Directors as the Board determines are needed. The Finance Committee recommends to the Board of Directors an annual budget, oversees the accounts and expenditures of the Society, and performs such functions as directed by the Board of Directors. The Treasurer presides at all meetings of the Finance Committee.
- **Governance & Nominating Committee**: Consists of the Past President, the Executive Director, and such other Directors the Board of Directors determines are needed. The Executive Director serves as a non-voting member of the Committee with regard to the nomination of candidates for President-Elect. A member of the Governance & Nominating Committee may not be recommended as candidate for re-election as Director. The Governance & Nominating Committee recommends to the Board of Directors individuals for election as Directors or Officers and performs such functions as directed by the Board of Directors. The Past President presides at all meetings of the Governance & Nominating Committee.
- **Ethics Committee**: Consists of at least three Directors appointed by the Board of Directors. The Ethics Committee develops and implements guidelines for professional conduct to provide a statement of the basic values of the SMS as a professional society and thus help the continued development of the field. The Ethics Committee is also tasked with attempting to resolve ethical disputes that it finds or are brought to its attention.

The Board also forms program oversight committees to oversee the Society's programmatic activities including, without limitation, publications, conferences, membership, awards & honors, and research funding. The Board shall determine the number of committee members, the chair of each committee, and whether or not to include people who do not serve on the Board of Directors. Current program oversight committees are:

- Awards & Honors Committee
- Conference Committee
- Diversity, Equity, & Inclusion Committee
- Membership Committee
- Practitioner Strategy Committee
- Publications Committee
- Research Committee

From time-to-time and with the approval of the Board of Directors, the President may appoint other special taskforces consisting of Directors, as well as of other members of the Society. The activities of such taskforces are limited to the accomplishment of the tasks for which they were created, and they have no power except as specifically conferred in their appointment. Upon completion of the task for which it was created, each special taskforce stands discharged. Current special taskforces are:

- Ethics Review Taskforce
- Technology Transformation Taskforce

2023 Board Committee Assignments

		Executive	Awards & Honors*	Conference	Diversity, Equity & Inclusion*	Ethics	Finance	Governance & Nominating	Membership*	Practitioner Strategy*	Publications*	Research*	Tech Transformation Taskforce*	Ethics Review Taskforce
Officers	**Yan Anthea Zhang**	©								X	X	X		
	Myles Shaver	X		©			X			X	X			
	Africa Ariño	X			©			©	X					
	Craig Crossland	X	©		X		©							X
	Barbara Grobicki	X	X	X	X	X	X	X	X	X	X	X		©
2023	**Aseem Kaul**								X		X	©		
	Gwendolyn Lee		X	X	X				©					
	Paul Mang					X	X			©		©		
2024	**Rodolphe Durand**			X		©		X				X		
	Constance Helfat			X							©	X		X
	George Stalk		X						X	X				
2025	**Sekou Bermiss**			X	X					X		X		
	Samina Karim						X	X	X					X
	Riitta Katila		X			X					X			

© Committee Chair   X Committee Member

Committees with an (*) include additional members that are not members of the Board of Directors. To view these individuals, visit: https://www.strategicmanagement.net/home/governance/board-of-directors

Committee Responsibilities and Reports

All Board members serve on and/or chair committees, and as such, are expected to manage the scope of work outlined in the committee charters as well as additional tasks as directed by the Executive Committee or Board. Committee Chairs will be asked to provide a report of activities to distribute to the Board prior to each Board meeting, rather than verbally presenting all information. Below are a few norms to assist with efficiency:

- **Board Decisions**: This is your committee's first priority. Decisions should be accompanied by the committee's recommendation for how to proceed. If there are differing opinions on the committee, please include dissenting views but make it clear which is the majority recommendation. The Board may choose another path, but it will help if the committee has taken a full pass at the decision.
- **Board Consultation**: The committee requires input from the Board in order to make a decision or policy. In this case, please provide just enough background that the Board can discuss the issue to provide useful input.
- **Inform Board**: The Board needs to be aware of the issue. In this case, please select the appropriate level of detail; they may not need to know everything about the issue.

Please be clear at the outset what you need from the Board so we can follow through appropriately.

Awards & Honors Committee

The SMS Awards & Honors committee consists of 4 board members and is responsible for the management of the selection and recognition of recipients of the SMS Awards and creating processes related to SMS awards. These duties include:

- The review and amendment of existing SMS awards
- The development and approval of proposals for new SMS awards.
- The appointment of directors for the SMS Annual Conference Paper Prizes
- With the assistance of awards sub-committees and final approval by the Board, managing the review and selection of the recipients for 4 SMS Awards
  - The CK Prahalad Award for Scholarly Impact on Practice
  - The SMS Educational Impact Award
  - The SMS Emerging Scholar Award
  - The SMS Service Award
- The organization and orientation of awards sub-committees and their members through guidance and leadership throughout the awards process

This committee holds 2-4 meetings in the first and second quarters of the year to manage the sub-committee appointments and final selection process and coordinates other responsibilities via email. Each sub-committee holds 1-3 meetings in the second quarter to review and recommend their assigned award's recipient to the committee. The Awards committee members would each serve as the chair of 1 or more sub-committees leading to an average of 5-10 hours of work between January and June. The committee also compiles a report for the Board of Directors prior to each of their meetings to update the Board on program progress or review pending Award proposals.

Conference Committee

The purpose of the Conference Committee is to ensure SMS conferences (both special and annual conferences) align with SMS Board and organization-wide goals, strategies, and initiatives, and reflect SMS's position as a leader in the field of strategic management.

For the Annual Conference, the committee:
- Appoints and assists with the onboarding of the Program Chairs for the conference.
- Supports the Program Chairs with the development of the conference theme.
- Provides input and feedback on conference city/location, conference budget, and registration fees/structure.

For Special Conferences, the committee:
- Reviews Special Conference proposals and determines whether to move them forward for board consideration.
- Provides feedback and input to the proposal submitters and/or Conference Program Chairs on the proposal/conference plans.

Less than 10 hours annually; the Conference Committee Chair may expect an additional time commitment of 5-10 hours.

Annual Conference:
Q1: Approximately 3-4 hours
Q2: Approximately 2-3 hours
Q3: None anticipated; as needed only
Q4: Approximately 1-2 hours

Special Conferences:
As needed based on proposal receipt

Diversity, Equity, & Inclusion Committee

The purpose of this Committee is to monitor and develop Diversity, Equity, and Inclusion (DEI) across all SMS program areas and publications. It supports the SMS as the organization becomes more intentional about having a diverse representation, provides guidance to SMS regarding the design and implementation of DEI activities, and provides a spotlight on the ongoing efforts around DEI. The Committee sends a clear message to members and the broader community that SMS and its leadership are dedicated to DEI and responsive to the diverse needs and capabilities of SMS members.

Responsibilities & Deliverables:

- Oversee and serve in an advisory capacity to monitor the implementation, progress, and ongoing evaluation of DEI efforts across SMS board, committees, publications, Interest Groups and Communities, programs, and conferences to ensure cohesive and coordinated efforts.
- Support and review the development, implementation, and codification of SMS policies, actions and initiatives related to DEI issues and trends reflective of the community at large and serving as a proactive resource for SMS programs and leadership.
- Encourage and facilitate diversity in SMS membership and participation in SMS publications, programs, and activities, and in SMS leadership and leadership development, such as creating opportunities and eliminating barriers for membership enrollment and leadership opportunities.
- In coordination with SMS staff, plan and facilitate programming that supports raising awareness of and educating the membership on current DEI topics and how and why diversity is linked to the future of the field and the organization

Committee structure:

The Committee's composition is designed to increase diversity by encouraging SMS members to have their voices heard and represented on the Committee. Members of this Committee will include Board directors, leadership of SMS Programs, and members-at-large. Members of this Committee are expected to work collaboratively with the SMS Executive Committee, SMS Board of Directors, SMS Interest Groups and Communities, SMS Committees, SMS Office, SMS publications, and SMS program leadership.

Meeting Cadence/Expected time commitment per quarter:

The Committee reports to the Board of Directors annually or as requested and meets quarterly. Between meetings, the Committee communicates by email and other means as requested on its activities and progress. Every member is expected to spend approximately 2-3 hours/month on Committee work and is encouraged to spend further time on additional outreach, advocacy, and member support activities.

Ethics Committee

NOTE: This is currently a standing committee of the board and is designated as such in the bylaws:

Ethics Committee: The Ethics Committee consists of at least three Directors appointed by the Board of Directors. The Ethics Committee develops and implements guidelines for professional conduct to provide a statement of the basic values of the SMS as a professional society and thus help the continued development of the field. The Ethics Committee is also tasked with attempting to resolve ethical disputes that it finds or are brought to its attention.

The SMS Ethics committee is responsible for the development, implementation, and review of guidelines for professional conduct and the resolution of ethical disputes that it finds or are brought to its attention. The Guidelines established by this committee are meant to guide conduct of members and volunteers as they work with the Society to advance the field and their careers, as well as support the process of evaluating ethical disputes that are brought forward from members regarding SMS practices with journals, conferences, and other program areas.

This committee rarely meets and coordinates responsibilities via email throughout the year as needed, resulting in approximately 5-10 hours of work in a year. When the committee has taken action, either to update guidelines or handle a dispute, the committee prepares a report for the Board of Directors prior to the next Board meeting to summarize the issues and/ or actions taken.

Finance Committee

NOTE: This is currently a standing committee of the board and is designated as such in the bylaws:

Finance Committee: The Finance Committee consists of the Treasurer, the President-Elect, the Executive Director, and such other Directors as the Board determines are needed. The Finance Committee recommends to the Board of Directors an annual budget, oversees the financials of the Society, and performs such functions as directed by the Board of Directors. The Treasurer presides at all meetings of the Finance Committee and, additionally, oversees the accounts and expenditures of the SMS on a monthly basis.

The Finance Committee is responsible for the proper financial oversight of the organization, monitoring the organization's financial health, and ensuring that proper financial controls are in place and the financial records of the organization are accurate and complete.

Responsibilities:
- Reviews the financials of SMS on a monthly basis.
- Works with the Treasurer to:
    - Prepare the finance section for the annual report
    - Create the financial report for the annual business meeting
- Reviews and provides feedback on the annual budget proposal from the Executive Director and proposes the recommendation for approval to the full board.
- Reviews the results of the annual audit, meets annually with the auditor (if necessary), and proposes the recommendation for approval of the audit to the full board.
- Monitors the organization's internal controls and the implementation of safeguards to protect the organization's assets.
- Reviews the organization's investment policies on a regular basis and makes recommendations for adjustments to the policies.
- Assists with the analysis of the financial implications of strategic decisions.

The Finance Committee is chaired by the SMS Treasurer and meets 3-4 times per year in connection with board meetings and year-end financial filings. Finance Committee members should expect to spend 5-10 hours annually on committee business.

Governance & Nominating Committee

NOTE: This is currently a standing committee of the Board and is designated as such in the Bylaws:

Governance and Nominating Committee: The Governance and Nominating Committee consists of the Past President, the Executive Director, and such other Directors the Board of Directors determines are needed. The Executive Director serves as a non-voting member of the Committee with regard to the nomination of candidates for President-Elect. A member of the Governance and Nominating Committee may not be recommended as candidate for re-election as Director. The Governance and Nominating Committee recommends to the Board of Directors individuals for election as Directors or Officers, provides recommendations on SMS governance, and performs such functions as directed by the Board of Directors. The Past President presides at all meetings of the Governance and Nominating Committee.

The SMS Governance & Nominating committee is responsible for the recommendation to the Board of Directors of individuals for election or appointment as Directors or Officers and performs additional duties as directed by the Board of Directors. These duties include:

- Overseeing Board candidate nominations by SMS Members
- Recommending a slate of candidates for election to the Board based on member nominations
- Reviewing that the Board composition is representative of the membership base
- Recommending candidates for appointed Board positions
- Communicating details about the Board positions to candidates
- Overseeing the election of Board members
- Notifying all candidates following the election of the results.

Additional responsibilities that may be delegated to this committee include:

- Recommendations for and review of appointed Board member positions
- Overseeing Board self-evaluations
- Reviewing the governance of the organization and recommending changes and updates to committee, structure, board structure and bylaws
- Conducting periodic reviews of the SMS bylaws

This committee holds 3-5 meetings in a year to manage Board appointments and the preparation of the candidate slate and coordinates other responsibilities. This committee averages 2-5 hours of work a month, with a majority of the work being undertaken in the third quarter. The committee also compiles a report for the Board of Directors prior to each of their meetings to update the Board.

The committee is presided over by the SMS Past President, and consists of the Past President, the Executive Director, and such other Directors the Board of Directors determines are needed. The Executive Director serves as a non-voting member of the Committee with regard to the nomination of Board and President-Elect candidates. A member of the Governance and Nominating Committee may not be recommended as candidate for re-election as Director.

Membership Committee

The purpose of the Membership Committee is to:

- Keep abreast of current trends and needs within the SMS community and recommend and / or develop plans to meet those needs
- Regularly review current membership services and programs and provide recommendations on improvements or changes to meet the needs of members
- Develop and recommend tactics for increasing SMS membership base, especially among historically underrepresented groups, and the global community
- Act as a point of contact between the SMS Interest Groups & Communities and the SMS Board of Directors, including but not limited to providing guiding objectives and overseeing IG&C governance
- Provide input to staff on membership structure, dues, and value propositions

Members of this Committee should expect to meet in-person or virtually a minimum of 3 times per a year to discuss Committee Business ahead of the Spring, Summer, and Fall Board of Director Meetings as well as communicate by email throughout the year.

Committee Members should also anticipate separate meetings with the Interest Groups & Community Leadership twice a year once in the spring and once in the fall virtually or in-person at SMS Conferences.

Members of this Committee are expected to actively engage in Membership outreach activities such as New Member Welcomes and virtual events throughout the year and in networking and engagement activities at SMS Annual Conferences. The Membership Committee requires 2-4 hours per quarter in meeting time, preparation, and participation in other events and communications.

Membership Committee membership will include appointed individuals from designated groups within SMS as non-board committee members. These may include, but are not limited to IG&C Representative, Student Member Representative, and DEI Committee Representative.

Practitioner Strategy Committee

The goal of the Committee is to:

1. Attract a broader practitioner audience to disseminate cutting-edge academic research and introduce that research's relevant impact into the business community.
2. Engage top business leaders and consultants to inform future SMS/SRF research, teaching, and outreach initiatives that result in actionable insights that advance the field.
3. Strive to create opportunities for meaningful interactions between academics and practitioners to drive advances in research and practice related to strategic management.

The Committee should work to engage this practitioner audience while advising, monitoring, and reviewing SMS programs and initiatives. The Committee's duties include:

- Engage practitioner-oriented speakers, especially those centered on SMS content pillars (e.g. Strategy Imagination Forum, webinars, special sessions at conference)
- Develop channels for practice-oriented content aligned around strategic organizational pillars
- Engage high-level business leaders and consultants with SMS programmatic activities, including SMS journals, conferences, and content, through personal connections and outreach
- Work cross-functionally with other committees to promote practice engagement initiatives and increase practitioner participation with the SMS and the membership

The Committee meets as a group on a quarterly basis, with occasional follow up via email and telephone as needed. The Committee should compile a report for the Board of Directors prior to each of their Board meetings to update the Board on program progress. Committee members should expect to spend approximately 20 hours annually on committee tasks. The Committee's makeup should include non-Board practitioner members and cross-specialized academic/practitioner members.

The Chair should expect to spend additional time, up to a total of 40 hours annually, preparing for meetings, writing memos, and communicating with colleagues.

Publications Committee

The SMS Publications Committee's goal is to enhance the Society's publications program. The Committee works in cooperation with the three journals: Strategic Management Journal (SMJ), Strategic Entrepreneurship Journal (SEJ), and Global Strategy Journal (GSJ) Co-Editors as well as the Media Innovations team. The Committee also works with the SMS staff, the journals' publisher (Wiley), and the SMS Board of Directors in support of the journals. The Committee's duties include:

- Understanding the publication processes
- Strategically enhancing the journals and their content dissemination
- Supporting editors in navigating and reviewing ethical and publications issues as they arise
- Providing evaluations and continuity between editorial teams
- Enhancing and discussing current publishing issues to ensure top-quality journals representing state-of-the-art research in strategy
- Serving as a liaison, alongside the SMS Executive Director, with Wiley on publications processes and issues

The Committee is also responsible for leading the Co-Editor searches and presenting Co-Editor nominees to the Board of Directors for approval.

The Publications Committee typically meets as a group on a quarterly basis. It meets with each journal's Co-Editors twice per year and with the SMS journals' ecosystem once per year. The Committee also compiles a report for the Board of Directors prior to each of their meetings to update the Board on program progress. Committee members should expect to spend approximately 20 hours annually on committee tasks. The Chair should expect to spend additional time, up to a total of 40 hours annually, preparing for meetings, writing memos, and communicating with colleagues.

Publications Committee membership will include a representative Co-Editor from each SMS Journal as non-board committee members.

Research Committee

The purpose of the Research Committee is to:
- Act as an advisory council to the Strategy Research Foundation leadership including but not limited to:
    - Provide program evaluation and policy guidance
    - Communicate fiscal policy
    - Manage the nomination, selection, and evaluation of SRF Co-Chairs
- Develop and propose board level policy around researching funding program proposals including the review and evaluation of existing programs and funding of new programs in partnership with the SRF-Co-Chairs
- Lead, coordinate, and oversee Responsible Research in Business and Management efforts of SMS
- Contribute to defining the fundamental principles of the field and provide future revisions to these principles as needed
- Lead an annual review of SMS research descriptors and keywords to verify the ones in use are current and reflective of research in the field

The Research Committee will hold 3 or 4 60-minute meetings throughout the year as well as coordinate other responsibilities and preparations via email that should not exceed 10 hours of work over 12 months. Research Committee membership will include the SRF Co-Chair(s) as non-board committee members.

Technology Transformation Task Force

The Strategic Management Society is embarking on a transformation of the public and operational technology of the organization. Currently, the Society's operations are powered by a custom system that facilitates the front-facing website, membership operations (including the member database), the management of conference submissions and programs, SRF grant proposal submissions, and the SMS invoicing system, as well as additional tools and functionalities necessary for Society operations. The objectives of this transformation are to modernize systems, increase operational efficiency, and improve content management in order to position the organization to better serve the members, community, and audience.

The SMS Technology Transformation Task Force will consult with the SMS Executive Office staff in selecting and implementing these new technologies. The task force will be composed of 2 Board members and 6-8 other key stakeholders within the organization that represent various interests.

Members will participate in the tasks listed below with the goal of launching a new website and Society systems that benefit all SMS members and the objectives of the Society.
- Meet via videoconferencing 1-2 times per quarter to review progress
- Participate in user experience interviews and testing
- Provide feedback to SMS office as requested
- Promote the new technologies to their networks and larger communities of SMS