

The Bilevel Optimization Society

CONSTITUTION and BYLAWS

ARTICLE 1 – Name

This organization shall be named “The Bilevel Optimization Society” (BOS).

ARTICLE 2 – Existence and purpose

BOS exists as a Technical Section of the Mathematical Optimization Society (MOS) and as such is subject to the MOS bylaws for Technical Sections. The goal of the BOS is to create and maintain a community of researchers that recognize their work as related to bilevel optimization, while at the same time expanding its basis and promoting its outreach within and outside academia. This is achieved through the organization of (i) the International Conference on Bilevel Optimization (ICBO) series and (ii) the dissemination and promotion of research and information related to bilevel optimization.

ARTICLE 3 – Terms and definitions

In addition to BOS and ICBO, these bylaws reference (1) the BOS membership, (2) the Committee of the Bilevel Optimization Society (COBOS), (3) the International Conference on Bilevel Optimization Committee (ICBOC), (4) Special Interest Groups (SIGs), as well as (5) the BOS Business Meeting, (6) the BOS Mailing List, and (7) the BOS Web Page. These bylaws refer to the countries (and continents) of certain BOS members; these are to be determined by the individual’s country (and continent) of residence.

ARTICLE 4 – The BOS membership

- a) A person becomes a BOS member by completing and submitting a membership form prescribed by COBOS. Membership of the MOS is not a prerequisite for membership of the BOS.
- b) Membership to BOS has to be renewed by the 31st of December of the calendar year of the most recent edition of ICBO. Membership lapses if a member fails to complete and submit the membership form by this deadline. A member can request removal from the membership roster by a request to the Secretary.

ARTICLE 5 – The COBOS and its officers

- a) The governing board of BOS, called The Committee of the Bilevel Optimization Society (COBOS), shall consist of the Chair (who must be a member of the Mathematical Optimization Society), the Chair- Elect, the Most-Recent Past-Chair, the Chair of the

Organizing Committee of the previous ICBO (see Article 10), a Secretary, a Treasurer, and a Webmaster. COBOS can also include Vice-Chairs representing Special Interest Groups (SIGs), as described in Article 7.

- b) Overall, COBOS serves as a general policy-making body for the Society, and its members (apart from the Chair of the Organizing Committee of the previous ICBO and the Vice-Chairs) shall be nominated and elected as detailed in Article 6.
- c) If possible, membership of COBOS shall be restricted to at most three members from any one continent. The Chair and Secretary shall ideally reside in different continents, but at least in different countries.
- d) Any BOS member accepting a position in COBOS or a nomination for election to be a member of COBOS is understood to have agreed to perform the duties of that office if elected, and in particular to have agreed to attend the Society Business Meetings during their tenure, except as their attendance is prevented by unusual circumstances. If a BOS elected official must miss a meeting or be temporarily unable to carry out their responsibilities, they shall advise the Chair and shall make other arrangements for the discharge of their responsibilities.
- e) The duties of the officers shall be as follows:
 - i. The Chair, the Secretary, the Treasurer, and the Webmaster are the Officers of COBOS and shall also act as the Officers of BOS.
 - ii. The Chair shall be the chief administrative officer of BOS. They shall (1) call and organize COBOS meetings, (2) appoint Society Committees (according to Article 9) as needed, (3) manage the affairs of BOS between meetings, (4) preside over the BOS Business Meetings, and (5) oversee the BOS account with the Treasurer.
 - iii. The Secretary shall keep the records of all activities of BOS and all the related entities, including SIGs. They shall (1) record the minutes of COBOS meetings and BOS Business Meetings, (2) work with the Chair to conduct the affairs of BOS, (3) keep membership records and ensure that there is a mechanism (such as an online form) for new members to join BOS, (4) maintain a Mailing List using a mechanism appropriate for communicating with all current members (in collaboration with the Webmaster), and (5) manage elections and voting processes.
 - iv. The Treasurer shall oversee the accounts and financial affairs of the BOS in collaboration with the Chair. They shall (1) keep all official financial records, (2) prepare and distribute reports of the financial condition of BOS, (3) prepare the annual budget of the Society, (4) work closely with the ICBO Organizing Committee (see Article 10) to ensure smooth transfers of funds and other administrative support related to finances; and (5) make arrangements for the orderly transfer of all the Society's records to their successor in the role.
 - v. The Webmaster is responsible for maintaining the BOS website and any other required digital infrastructure, such as forums for communication, etc.

- vi. The Vice-Chairs, when they exist, represent the SIGs within the BOS (see Article 7). One of the main responsibilities of the Vice-Chairs will be to support the ICBO Program Committee (see Article 10) to identify cluster chairs and/or session chairs for the conference. In general, the Vice-Chairs shall serve as the point of contact with their SIGs.

ARTICLE 6 – Tenure, nomination, and election of COBOS members

- a) Elections shall run annually such that:
 - i. The Chair serves a two-year term.
 - ii. The Chair-Elect serves a one-year term before assuming a two-year term as Chair.
 - iii. The Most-Recent Past-Chair serves a one-year term after their two-year term as Chair.
 - iv. The Secretary, Treasurer, and Webmaster serve a two-year term beginning simultaneously with the term of the Chair-Elect.
 - v. If Vice-Chairs exist, they will serve two-year terms beginning at the same time as the Chair.
 - vi. The Chair of the Organizing Committee of the previous ICBO will serve on the COBOS beginning immediately following the ICBO they chaired and ending immediately following the next ICBO.
- b) No COBOS member who has served a full term, as described in Article 6, Section a), shall be eligible for consecutive election to the same office, with the exception of the Secretary, Treasurer, and Webmaster, who can each serve up to two consecutive terms.
- c) The election process for year n shall be guided by the following schedule:
 - i. By the end of January in year n , a Nominating Committee shall be formed and solicitations for at-large nominations made.
 - ii. By the end of April in year n , the Nominating Committee shall forward a final slate and candidate position statements to the Secretary.
 - iii. By the end of August in year n , the election ballot with candidate position statements shall be distributed to the BOS membership.
 - iv. Voting shall be open for at least 14 days and shall be closed by the end of September in year n .
 - v. The elected officials will take office in January of year $n + 1$.
- d) The election Nominating Committee shall be composed of the current COBOS Chair or their representative, who shall serve as Committee Chair, and two BOS members. The Nominating Committee Chair will forward a slate of candidates to the Secretary, consisting of at least one BOS member as candidate for each position that becomes available by normal expiration of term or previous vacancy. The Nominating Committee Chair or duly appointed representative, shall solicit nominations according to

the election schedule given in Article 6, Section c) by an appropriate communication channel reasonably expected to reach all members. Nominations must be endorsed by at least three BOS members and received by the Secretary by the date specified in the election schedule given in Article 6, Section c).

- e) The Secretary shall forward official ballots to the BOS membership via the Mailing List. Nominees for each office shall be listed alphabetically on the ballot (and so noted). Mechanisms for anonymous voting by either written or electronic media are to be adopted at the discretion of the Society's governing board (COBOS), but must meet the following criteria.
 - i. The marking of the ballots must be anonymous, as specified in Article 6, Section g).
 - ii. Procedures to validate the authenticity and uniqueness of the ballots must be undertaken.
 - iii. Means to vote must be extended to all BOS members. For example, if electronic mail media is used, then members with no electronic mail must be accommodated.
- f) All candidates for office must supply position statements that are to be distributed with the election ballots. At the discretion of COBOS, it is recommended that a maximum be imposed on the length of the position statements.
- g) The first two elections will be exceptional. For the first election, a Nominating Committee will be set up according to Article 6, Section d). This Committee will organize the election following the guidelines in Article 6, Sections e)–g), with the following exceptions. The election for the first COBOS will take place immediately after the Society has been approved to be a Technical Section of MOS. This first election will be for a Chair, a Secretary, a Treasurer, and a Webmaster, with the beginning of the term of these Officers to immediately follow the election (ideally in January 2025). The term of the first chair will end on December 31, 2026, while the terms of the Secretary, Treasurer, and Webmaster will be extended to December 31, 2027. The first election will be followed approximately one year later by a second election for a Chair-Elect and any other COBOS members according to Article 6 a) and the schedule provided in Article 6 c), with the terms of these COBOS members commencing January 1, 2026.

ARTICLE 7 – Special Interest Groups (SIGs)

- a) The BOS can operate Special Interest Groups (SIGs), representing to the extent practicable the varied interests of the Society members.
- b) Each SIG shall be represented by a Vice-Chair, elected as described in Article 6.
- c) A SIG may be proposed either by unanimous action of COBOS or by a petition to the Society Chair signed by at least 15 BOS members or 5% of the Society membership, whichever is greatest. The petition should outline the rationale, impact, and sustainability of the SIG.

- d) New SIGs can be added following their approval by a 2/3 majority of COBOS.
- e) The COBOS may call for an overall realignment of the SIGs, should trends in the community make it necessary to add, remove, and/or merge existing SIGs to effectively represent the interests of members.
- f) Each SIG may have a membership list that must be maintained by the Society's Secretary. In the absence of such a SIG membership list, all members of the Society shall be considered members of the SIG.
- g) SIGs are expected to maintain a set of activities that includes organizing sessions at ICBO and other international meetings, as well as making substantive contributions to the activities of the Society. Any SIG not demonstrating adequate activity may be proposed by the COBOS for elimination, following the announcement of a one-year probationary period. During the probationary period, the COBOS will solicit feedback and review the activities of the SIG, after which the COBOS may eliminate the SIG by a 2/3 majority vote.

ARTICLE 8 – BOS Business Meetings and COBOS Meetings

- a) The Society shall organize a BOS Business Meeting to take place at each ICBO. The meeting shall be opened to all current BOS members.
- b) COBOS Meetings shall be organized on an as-needed basis. In all such meetings, at least 50% of COBOS members shall constitute a quorum. COBOS members who are unable to attend a meeting may vote by proxy, where the proxy is named by the absent COBOS member and validated by the Chair. The meeting agenda, including items to be voted upon, shall be distributed to COBOS members at least two weeks prior to the meeting. Proxy votes may not be applied toward the quorum.

ARTICLE 9 – Society Committees

- a) The Society's Chair, with the approval of its governing body (COBOS), shall establish committees as needed to carry out its business.
- b) Members of such a Committee, as well as its chair(s), have to be approved by majority vote of COBOS. Such committees may consist of both COBOS and non-COBOS members, who are current BOS members.
- c) The terms of the chairpersons and the committee memberships shall cease upon the completion of the term of the Chair who appointed them.

ARTICLE 10 – International Conference on Bilevel Optimization (ICBO)

The International Conference on Bilevel Optimization Committee (ICBOC) is the Organizing Committee of ICBO and is responsible for organizing the event as well as the BOS Business Meeting that shall take place at each conference.

- a) The ICBO conference is a not-for-profit event that shall be held every two years, or as soon as possible two years after the previous event.
- b) After the n -th ICBO and at least one year before the $(n + 1)$ -th ICBO, the Chair of COBOS shall appoint a three-person Conference Site Advisory Committee (CSAC) according to Article 9. The Chair of COBOS shall not be a member of CSAC.
- c) Immediately after its appointment, the CSAC shall solicit proposals to organize the $(n + 1)$ -th ICBO. To the fullest extent possible and practicable, proposals should be solicited in such a manner as to ensure that
 - i. consecutive ICBOs are not held on the same continent;
 - ii. members of the CSAC do not propose hosting the ICBO under consideration;
 - iii. the solicitation is public, including an announcement via the BOS Mailing List.
- d) Proposals should identify the Organizing Committee (i.e., the ICBOC), including a Chair, responsible for the conference.
- e) All qualifying proposals shall be presented to COBOS during a virtual meeting to be organized by the Society's Secretary. CSAC shall lead a discussion at this virtual meeting on the proposals. During or following this meeting, the site for the next ICBO shall be decided by a majority vote (by secret ballot) of the union of the COBOS and CSAC members, excluding any site proposers.
- f) The Program Committee of ICBO shall be proposed by COBOS, with one of the Society's Vice-Chairs (representing a SIG according to Article 7) serving as its Chair. If there is no Vice-Chair to assume this role, COBOS appoints a BOS member to the position of the Program Committee Chair of ICBO.
- g) The ICBOC is responsible for the logistics of both the ICBO and the BOS Business Meeting to be organized as described in Article 8, Section a).
- h) The Program Committee shall solicit invited and contributed talks, and also formulate the technical program of the conference.
- i) The ICBOC should solicit funds from appropriate organizations to enhance the value of the conference. Examples of such enhancements include: (1) travel assistance funds for important contributors who would not otherwise be able to attend the conference; (2) travel assistance funds for student contributors to the conference; and (3) funds to partially defray the costs of a banquet or other social events.
- j) The ICBOC should publicize the meeting by means of advertisements, mailings, and postings on appropriate web pages. The ICBOC arranges for the development and maintenance of a web page for ICBO. The Society's Webmaster will support ICBO to establish the conference website under the domain of the BOS Web Page.

- k) The ICBOC should set registration fees that are significantly lower for students and retired members than for other participants. The conference fees must be approved in advance by the COBOS.
- l) The ICBOC should schedule and publicize the BOS Business Meeting, as called for by this Constitution, in an auditorium or a room of appropriate size.
- m) The ICBOC should submit a report on the conference that includes a summary of the number of attendees, their distribution according to country of residence, a final financial report, and lessons to be passed to prospective future conference organizers. The Chair of ICBOC shall submit this report to the COBOS Chair within one month of the end of ICBO. This report will become part of the permanent records of BOS.
- n) The ICBOC is responsible for financing ICBO, and is expected to cover all expenses through registration fees, grants, and funds obtained through suitable sponsorship.
- o) At least six months prior to ICBO, the ICBOC should present to COBOS a budget for ICBO that covers all anticipated income and expenses. A financial report on ICBO will be included in the conference report.
- p) Any financial surplus produced by the conference must be transferred to the BOS account within two months of the end of the conference.
- q) A member of the ICBOC may not participate in a discussion pertaining to a financial arrangement for the conference when such an arrangement would cause any conflict of interest. Any committee member with such conflict of interest shall reveal it to the Organizing Committee and to COBOS before the Organizing Committee considers said arrangement.

ARTICLE 11 – Dissemination

- a) The Website of BOS is managed by the Webmaster.
- b) The Webmaster will ensure that the domain name is continuously maintained and ownership renewed, as well as an appropriate host maintained.
- c) The contents of the Website are at the discretion of the COBOS who will solicit ideas from the general membership. Content could include research materials for the use of members of the BOS, promotional materials aimed at raising awareness of bilevel optimization in the broader public, calendars of relevant events (such as conferences, other than ICBO, of interest to members), and newsletters.

ARTICLE 12 – Finances

BOS will maintain an account that will be administered for BOS by the MOS. At each BOS Business Meeting, the Treasurer will report the income and expenditures since the previous BOS Business Meeting, as well as the current balance of the account. The report must be

approved by a majority of COBOS members. MOS will not assume any financial risk from BOS, so the BOS account balance must always be nonnegative.

ARTICLE 13 – Changing the bylaws

Proposed amendments to these bylaws may be initiated by the action of COBOS or BOS members. A proposed amendment must be endorsed by at least 15 BOS members. Amendments are adopted by a 2/3 majority of the votes cast, provided that at least 50% of the members participate in the voting. The voting should be done using a mechanism similar to that used for election of officers. The Secretary shall distribute proposed amendments via the Mailing List at least two weeks prior to the vote and voting shall remain open for at least two weeks.