

**ARTICLES OF INCORPORATION
OF THE
SOCIETY FOR CASE RESEARCH**

(Approved by the membership on November 13, 2025)

ARTICLE 1 – NAME OF ORGANIZATION

The name of this organization shall be “Society for Case Research” (SCR).

ARTICLE II – PURPOSE AND OBJECTIVES

1. The SCR is a non-profit organization whose purpose is the development of individual efforts in the field of case writing, case teaching, and case research.
2. The SCR’s major objectives are:
 - a. To promote the association of case writers and instructors using cases in their teaching and/or research;
 - b. To provide programs for the exchange of ideas and the improvement of case research, writing and teaching;
 - c. To assist with the publication of written cases, critical incidents, and the results of other scholarly work related to case research, writing, and teaching.
 - d. To provide recognition for excellence in case research, writing, and teaching.

ARTICLE III –OFFICE AND REGISTERED AGENT

1. **The SCR’s principal address shall be located at the principal address of the President of the Society for Case Research, and its registered agent shall be in any year, the SCR’s current Treasurer of the Board of Directors.**

ARTICLE IV – BOARD OF DIRECTORS

1. The Board of Directors is the principal administrative and governing body of the SCR, subject to referendum of the total membership.
2. The Board is responsible for the SCR’s financial and other operations, especially if related to the accomplishment of the SCR’s objectives.
3. The Board of Directors shall consist of eighteen members, with seven officers and six at-large directors elected by the membership.
 - a. The roster will include the immediate Past President; and the co-editors of *Journal of Case Studies* (formerly *Annual Advances in Business Cases*), *Business Case Journal*, *Journal of Critical Incidents*, and the editor of the *Newsletter*, who are nominated by the President and appointed by the Board of Directors.
 - b. Additionally, the Executive Director and emeriti editors serve on the Board of Directors in an *ex officio* capacity.
 - c. The President will be the chairperson of the Board of Directors.

4. The seven elected officers shall be the President, President Elect, Vice President-Program, Vice President-Workshop (current year), Vice President-Workshop (subsequent year), Treasurer, and the Secretary.
5. The Nominating Committee shall consist of the immediate Past President (who serves as chairperson), one At-Large Director appointed by the President, and one general member appointed by the President.
6. The Publications Committee shall consist of the President-Elect (who serves as chair), the co-Editors of the SCR's four publications (*Business Case Journal*, *Journal of Case Studies*, *Journal of Critical Incidents*, and *the editor of the Newsletter*), the Secretary, and two other SCR members appointed by the President. The Publications Committee shall be responsible for all publications of SCR.
7. The Membership Development & External Relations Committee shall consist of one At-Large Board member (who serves as chairperson) appointed by the President, and a minimum of two other SCR members appointed by the President. This committee will receive a budget approved by the Board.
8. The President may appoint temporary committees or task forces (e.g., a Strategic Planning Task Force or assign emeriti editors) if needed to study any specific issues of importance to the SCR and bring their recommendations to the President and/or Board of Directors for subsequent action.

ARTICLE V – MEMBERSHIP

1. The membership shall consist of persons who support the objectives of the organization and pay the SCR annual membership fee. The membership year is specified in the Bylaws.
2. The right to vote, to initiate and sign petitions, and to hold office is reserved to only members in good standing of the SCR.

ARTICLE VI – MEETINGS

1. **Annual Business Meeting:** There shall be an Annual General Business Meeting (Annual Meeting) open to all members of the SCR. This Annual Meeting shall be during the Annual MBAA International Conference. All SCR members shall be notified in writing or by email of the time and place of the Annual Meeting at least thirty (30) days before the scheduled meeting date. Announcements of the Annual Meeting made during the MBAA International Conference or other outlets, as stated in the bylaws, shall suffice as the written announcement requirement stated herein.
2. **Other Business Meetings:** Special business meetings of the membership may be called by the President or by a vote among a quorum of the Board of Directors. Such meetings, when necessary, are to be held during the SCR Summer Case Writers Workshop with members receiving at least thirty (30) days' notice.

3. **Board of Directors Meeting:** A meeting of the Board of Directors shall be held at least once a year at the call of the President during the Annual Meeting during the MBAA International Conference in Chicago. In addition, a second meeting of the Board of Directors shall usually be held during the Summer Case Writers Workshop. Each member of the Board of Directors shall be notified of the time and place of these meetings at least fifteen (15) days in advance of the meeting dates.
4. **Special Meetings of the Board of Directors:** Special telephone conference call meetings and/or internet based meetings of the Board of Directors may be called by the President for the purpose of obtaining Board of Directors approval of decisions necessary to the ongoing conduct of the SCR's business related to its publications and/or regularly scheduled conferences and workshops, or to approve an appointment to a vacant officer or other position of the SCR. If a vote is required during such a meeting, the vote will be of those participating in the meeting, provided that a quorum is present during the meeting.
5. **Quorum:** At business meetings of the SCR membership, the members present shall constitute a quorum. At meetings of the Board of Directors, a quorum shall be a majority of the individuals eligible to vote as Board of Directors members, or seven individuals, whichever is greater. At times, individuals may occupy multiple positions listed in Articles IV.1 and IV.2 that place them on the Board of Directors (e.g., serving as an elected officer or At-Large Director while at the same time fulfilling another Board of Directors appointed position). Such individuals shall have only one vote on the Board of Directors.
6. **Procedure:** All questions of parliamentary procedure shall be first settled by referring to these Articles and SCR's Bylaws, and then to the most recent edition Robert's Rules of Order.

ARTICLE VII –CHANGES TO ARTICLES OF INCORPORATION

1. No article shall be added to this document, and no part shall be amended or annulled except by formal proposal, discussion, and vote approved by at least two-thirds of the SCR members present at either the Annual Meeting or the Summer Workshop.
2. Proposals for changes may be made by the Board of Directors or by a petition to the President that is signed by either ten members or five percent of the members in good standing of the SCR, whichever is greater.
3. A proposed change in the Constitution shall be submitted to the SCR membership at least thirty (30) days before a scheduled business meeting. Amendments to the proposed articles' changes may be made during the discussion of the proposed change at a business meeting provided that such amendments do not deviate from the subject matter of the originally proposed change.
4. Copies of amendments shall be distributed to the SCR members as soon as practicable after adoption.

ARTICLE VIII – REFERENDA

Upon its own initiative, or upon the request in writing of the greater of ten members or five percent of the members in good standing, the Board of Directors shall submit a question to the SCR members for a referendum vote at a scheduled business meeting.

ARTICLE IX – FINANCES

Organizational financial records for the Society for Case Research will be kept by the Treasurer. Any revenues or expenses will be managed by the Treasurer. Appropriate records of all financial transactions will be kept by the Treasurer. The Treasurer shall prepare annual financial statements to be presented to the SCR membership for review and approval at the Annual Meeting. Financial records will be audited financial records will be audited at random intervals but at least once every three years, and upon any changeover in the Treasurer’s position. The audit will be performed by a Board appointee or appointees with appropriate professional competence.

Signed: Tracy Couto Date: 12/8/25
Tracy Couto, President

Signed: _____ Date: _____
Ben Anderson, President-Elect