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Article I: Name and Office Amendment

The organization shall be designated as the Academy of International Business, or AIB. It encompasses the parent organization, its members and chapters as well as other institutions it may set up.

The offices of the Academy shall be located at the address of the Executive Director or at such other place as may be designated by the Executive Board.

Article II: Objectives

The objectives of the organization are to foster education and advance professional standards in the field of international business by:

a. facilitating exchange of information and ideas among educators and between the business and academic fields;
b. encouraging and assisting research activities which advance knowledge of international business operations and increase the available body of teaching materials;
c. cooperating whenever possible with government, business and academic organizations for the furtherance of its basic objectives. However, to avoid the compromise of the intellectual integrity of its members as well as the independence and impartiality of the entire organization, the Academy shall not adopt a partisan position on any matter involving particularistic interests, either private or public.

The AIB shall not solicit or accept the moral, financial, technical or informational support of other organizations and individuals unless the latter's objectives are completely non-partisan with respect to the issues and projects involved in the joint or sponsored activity.

Article III: Membership

Section 1. Membership Application and Admission

a. Membership shall be open to those individuals actively engaged in the performance or administration of teaching or research related to international business who have demonstrated interest and capacity in furthering the objectives of the organization.

b. Applications for membership shall be submitted to the AIB Secretariat for processing.

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Section 2. Classes

There shall be at least six (6) classes of membership: Regular, Student, Low Income, Electronic, Emeritus, and Institutional.

a. **Regular Membership** - is open to those individuals meeting the criteria in Section 1 of this article. Regular members will pay full annual dues and have full voting rights.

b. **Student Membership** - is open only to full-time students at a college or university who have an interest in the field of international business. Student members shall pay dues at a reduced rate for a maximum of six (6) years or until graduation, whichever comes first. Student members have full voting rights.

c. **Low Income Membership** - is open only to individuals with limited income who require a partial relief of dues. The terms and conditions under which such relief may be obtained shall be set out by the Executive Board. Persons who meet such criteria may petition the Secretariat for relief. Low Income members shall pay dues at a reduced rate and have full voting rights.

d. **Electronic Membership** - is open only to individuals with limited income who are citizens and residents of countries classified as low income or lower-middle income economies according to the World Bank. Electronic members do not have access to any print materials and shall agree to receive all Academy communications and publications electronically. Electronic members shall pay dues at a reduced rate and have full voting rights.

e. **Emeritus Membership** - is open only to retired individuals without full-time employment who are at least 68 years old and have been members of the Academy for at least ten years preceding qualification as Emeritus. Emeritus members shall pay dues at a reduced rate and have full voting rights.

f. **Institutional Membership** - is open to any educational institution, firm or supranational organization with an interest in the field of international business. The number of institutional memberships may be limited by the Executive Board to a small fraction of the total membership. Individuals who are members by virtue of institutional membership shall have all the rights and privileges of regular members including full voting rights.

The Executive Board, at its discretion, may create additional classes of membership or make exceptions to the current classes, as it deems appropriate. In addition, honorary memberships may be made in special cases. Persons shall be elected to such membership by a majority vote of the Executive Board.

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Section 3. Dues

a. When a member joins, annual dues are collected and membership is valid for the following twelve months. Annual dues are payable on the anniversary date thereafter.
b. The Executive Board shall determine the level of annual dues for each class of membership.
c. Any necessary dues increase of 20 percent or less may be implemented by a two-thirds vote of the Executive Board members present and voting at an Executive Board meeting, provided a quorum is present. However, no more than two such dues increases may be implemented in this manner by an Executive Board within any three-year period.
d. Any necessary dues increase of more than 20 percent annually must be submitted to the Academy membership for ratification. Such a ratification may be voted on either at the Annual Meeting or by a special ballot communicated by mail or electronically.

Section 4. Terms and Conditions of Membership

a. Membership may be withdrawn upon request.
b. Membership may not be transferred.
c. Membership privileges without payment of dues will be granted only by specific authority of the Executive Board and only in unusual circumstances.
d. A delinquency of more than 90 days cancels membership rights and privileges.

ARTICLE IV - Meetings

Section 1. Business Meetings

An annual business meeting of the Academy shall be held at such time and place as determined by the Executive Board. The place of each meeting shall be announced at least 20 days prior to the meeting date.

Section 2. Special Meetings

Special meetings in addition to the annual business meeting may be called by the Executive Board. Notice of the time, place and agenda of such special meetings shall be communicated to the members by mail or electronically at least 20 days prior to the meeting date.

ARTICLE V - Governance

Section 1. Executive Board

The Academy, its business and its affairs are governed by an Executive Board.

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Section 1.1 Number of Board Members

The Executive Board shall consist of seven (7) to nine (9) voting members and those ex-officio, non-voting members designated by the Board.

a. The President, President-Elect and Immediate Past President.
b. Vice President Program, Vice President Program-Elect and Vice President Program-Past.
c. One (1) to three (3) Vice President Administration.
d. Ex-officio, non-voting member(s) include the Academy’s Executive Director and those individual members designated by the Board to be ex-officio.

Section 1.2 Terms

a. A new term of office for the Executive Board shall start 30 days after the annual business meeting.
b. Elected officers shall serve a term not to exceed three (3) years.
c. A President-Elect shall be elected each year and progress automatically in year two (2) to President and in year three (3) to Immediate Past President.
d. A Vice President Program-Elect shall be elected each year and progress automatically in year two (2) to Vice President Program and in year three (3) to Vice President Program-Past.
e. The number of officers to serve as Vice President Administration shall be determined by a majority vote of the Executive Board based on the number of officers needed to run the affairs of the Academy. If more than one (1) Vice President Administration is serving on the Board, their terms shall be staggered so that only one (1) Vice President Administration is elected each year, except in circumstances when multiple vacancies need to be filled.
f. No person shall hold the same elective office for two (2) consecutive terms.
g. Student, Electronic and Emeritus members shall not be eligible to hold elected office.
h. The President-Elect shall attend meetings of the Executive Board subsequent to his/her election, but without a vote until the new Board takes office.
i. Elected officers shall not receive any compensation for their services as such, but by resolution of the Executive Board expenses may be allowed for attendance at each regular or special meeting of the Board.

Section 1.3 Nomination

a. The Nominating Committee shall be comprised of the three (3) Immediate Past Presidents and be chaired by the one whose term of office was the earliest amongst them.
b. The Nominating Committee shall solicit nominations for any open position from members through one or more forms of communication.
c. The ballot shall have one (1) name for the position of President-Elect and two (2) names for any other open position based on the professional and scholarly standings of the candidates. The nominee for President-Elect must have previously served on the Board as an elected officer. The ballot will allow for write-in nominations for President-Elect.
d. If the Nominating Committee receives signed nominations for one or more persons willing to serve in a particular position on the Executive Board, the name of the person receiving the highest number of signed nominations must be placed on the electoral ballot, provided the nominee has received signed nominations in excess of two (2) percent of the membership or 50 nominations, whichever is greater.
Section 1.4. Voting

a. The membership at large shall elect officers by a majority of the votes cast in response to ballots, communicated either by mail or electronically. Ballots shall be communicated approximately six (6) months prior to the start of the Board's next full term. The deadline for the return receipt of the ballots shall be 45 days after the date of their communication to members.

b. Candidates receiving the largest number of votes out of the votes cast for a particular office shall be deemed elected. In the event of a tie, the Executive Board will decide the winner.

Section 1.5. Resignation

Any Board member may resign at any time by giving written notice to the President or Executive Director. Such resignation shall take effect at the time specified therein or, if no time is specified, at the time of acceptance as determined by the President or the Executive Board.

Section 1.6. Removal

A two-thirds vote of the number of the Board members established by these Bylaws shall be required to remove a Board member from office prior to the expiration of the term for which that member has been elected. In addition, two (2) percent of the membership or 50 members, whichever is greater, may petition the Executive Board to remove any member of the Board. The petition shall be voted upon by the Board.

Section 1.7. Vacancies

Any vacancy occurring on the Executive Board caused by death, resignation or otherwise may be filled for the remainder of the unfinished term at the next meeting of the Executive Board through a vote of a majority of the remaining members of the Board. The President or Acting President shall have two votes in case of a tied ballot.

Section 1.8. Meetings

a. Regular meetings of the Executive Board shall be held two (2) times a year, at such place and hour as may be determined by the Executive Board.

b. Special meetings of the Executive Board may be called by the President or by a simple majority of Executive Board members then in office.

Section 1.9. Quorum

A majority of the voting members of the Board shall constitute a quorum at official Board meetings.

Section 1.10. Action Taken without Formal Meeting

The Executive Board may take any action in the absence of a meeting which it could take at such a meeting by obtaining the written approval of all the Board members. Any action so approved has the same effect as if taken at a meeting of the Executive Board.
Section 2. Duties of Elected Officers

Section 2.1. President

The President shall preside at all meetings of the Academy and of the Executive Board, appoint and instruct all committees and be responsible for the strategic direction of the Academy and for supervising the functions of the other officers and of the Executive Director.

Section 2.2. President-Elect

The President-Elect shall act for the President in case of the President's absence or disability and shall perform other duties as the Executive Board may prescribe. The President-Elect shall succeed the current President at the termination of the President's year in office.

Section 2.3. Immediate Past President

The Immediate Past President shall be a member of the Executive Board for one (1) year immediately following his or her term of office as President. The Immediate Past President shall perform other duties as the Executive Board may prescribe.

Section 2.4. Vice President Program

The Vice President Program shall serve as the Program Chair of the Annual Meeting and shall perform other duties as the Executive Board may prescribe.

Section 2.5. Vice President Program-Elect

The Vice President Program-Elect shall assist in the development of the pre-conference activities of the Annual Meeting and shall perform other duties as the Executive Board may prescribe. The Vice President Program-Elect shall succeed the Vice President Program at the termination of the Vice President Program's year in office.

Section 2.6. Vice President Program-Past

The Vice President Program shall remain a member of the Executive board, as Vice President Program-Past, for one (1) year immediately following his or her term of office as Vice President Program. The Vice President Program-Past shall provide guidance to the Vice President Program and shall perform other duties as the Executive Board may prescribe. The Vice President Program-Past shall act for the President in the absence of the President and the President-Elect.

Section 2.7. Vice President Administration

The Vice President Administration shall have oversight responsibility for finances, membership and chapter relations and shall perform other duties as the Executive Board may prescribe. He or she shall supervise the work of the Executive Director, including reviewing all financial statements and approving major expenditure requests. In the event that more than one officer serves as Vice President Administration on the Board, the President shall determine the type and sequencing of those responsibilities between the officers.
Section 3. Duties of the Executive Director and the Secretariat

The Executive Board shall appoint an Executive Director and a Secretariat to run the day-to-day operations of the Academy, under its oversight. The Executive Director shall serve at the pleasure of the Executive Board and serve as a non-voting, ex-officio member of the Executive Board.

Section 3.1. Duties of the Executive Director

a. The Executive Director shall be responsible for the administration and supervision of the Secretariat under the overall strategic direction of the Executive Board and shall report to the President on a regular basis.

b. In the normal course of business, the Executive Director may sign checks or authorize payments for operating expenses within the limits of an approved annual budget. The Executive Director may make extraordinary payments of not more than one (1) percent of the annual budget but must seek approval afterwards from the Vice President Administration. Prior approval from the latter, or from the President, is needed for larger extraordinary disbursements.

Section 3.2. Duties of the Secretariat

a. The Secretariat shall take the minutes of all meetings of the Academy and submit the same to the Vice President Administration for review and revision. After said review and revision, the Secretariat shall communicate the minutes to the members of the Executive Board for final approval.

b. The Secretariat shall conduct the correspondence of the Academy.

c. The Secretariat shall keep a correct list of all members in good standing.

d. The Secretariat shall be responsible for the arrangements for the annual business meetings and the special meetings of the Academy.

e. The Secretariat shall be responsible for billing and collecting all dues, special assessments and other items of income.

f. The Secretariat shall have custody of all funds of the Academy and shall deposit or invest said funds as directed by the Executive Board.

g. The Secretariat shall keep full and accurate records of all receipts and investments in books belonging to the Academy and shall submit an annual financial statement to the Vice President Administration at the end of each fiscal year. Said statement shall be reviewed and revised by the Vice President Administration and then submitted by the Secretariat to the Executive Board for approval.

h. The Secretariat shall prepare special financial reports in the same manner when requested by the President.

i. The Secretariat shall execute and administer such projects as the Executive Board may delegate to it.

j. The Secretariat shall have the accounts of the AIB independently audited at least once a year and circulate the auditor's report to the Executive Board in a timely manner.

k. The Secretariat shall prepare an annual AIB budget at the start of each fiscal year and submit it to the Executive Board for approval.
Article VI: Chapters

Subnational, country and multi-country chapters are a distinct yet integral part of the Academy of International Business. Members belong primarily to the AIB, with a secondary identification with their chapter. Chapters must have their own organization, with officers, meetings, and bylaws conforming to democratic processes and to the letter and spirit of the AIB Bylaws. The bylaws of each chapter as well as their amendments must be approved by the AIB Executive Board. AIB members automatically become members of the chapter closest to their place of work, or of one chapter of their choice as notified in writing to the AIB Secretariat. They may vote or hold office only in that chapter. However, members have the right to participate in the meetings and activities of other AIB chapters.

Section 1. Chapter Operations

Diversity of chapter operations and operational autonomy at the subnational, country or multi-country level is strongly encouraged, subject only to the limitations noted in the Bylaws of the AIB. Chapters shall hold their own annual meeting, but not within the three-month period bracketing the AIB Annual Meeting, unless special permission is granted by the Executive Board.

Section 2. Chapter Finances

Chapters may not collect any membership dues of their own. However they may collect reasonable reimbursement, at cost, for any services provided to their members, such as annual conferences, newsletters, and other activities.

Chapters may receive, at the discretion of the Executive Board, financial support for their activities, following a request for such funding.

The officers of subnational, regional and multi-country chapters shall maintain and present to the AIB Executive Board, at least once a year, an accounting of revenues and expenses, as well as a report on activities and a plan for the next year.

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ARTICLE VII - Committees

Section 1. Standing Committees

The Academy shall have the following standing committees.

a. Program Committee  
b. Nominating Committee  
c. Peter J. Buckley and Mark Casson AIB Dissertation Award Selection Committee  
d. Alan M. Rugman Most Promising Scholar Award Selection Committee  
e. Temple/AIB Best Paper Award Selection Committee  
f. Ethics Committee  
g. Ombuds Committee

Section 2. Ex-Officio Membership

The President shall be an ex-officio, non-voting member of all standing committees.

Section 3. Additional Committees

The Executive Board may create additional committees and shall determine their size, composition and term of office.

ARTICLE VIII - Fellows

The Academy recognizes the establishment of a separate but internal and integral organization known as the "Fellows of the Academy of International Business." The purpose of the Fellows is to recognize outstanding contributions to the field of international business and to provide a forum for discussion among its members. The Fellows shall draft their own bylaws and elect their own officers as well as additional members in accordance with those documents.

ARTICLE IX - Publications

The Academy shall issue publications for its members. Among them, a journal will contain articles of high scholarly quality and such other materials as is determined to be useful to the membership. All basic policy decisions as to content and manner of publication shall be decided by the Executive Board. The Executive Board shall select Editor(s)-in-Chief who will be responsible for the regular management of the journal(s).

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ARTICLE X - Policies

Section 1. Fiscal Year

The AIB fiscal year shall begin on January 1 and end on December 31.

Section 2. Contracts

The Executive Board may authorize any officer or agent of the Academy to enter into any contract or execute any instrument on its behalf. Such authorization may be general or confined to specific instances.

Section 3. Conflicts of Interest

The Executive Board creates and, from time to time, reviews a policy to govern possible conflict of interest transactions involving Directors, officers or key employees of the Academy. The Executive Board shall at least once per year obtain written conflict of interest disclosure forms from Directors, officers and key employees of the Academy.

Article XI - Trademarks, Copyrights and Logos

The registered or unregistered names, publications, titles, trade and service marks, logos, designs and other identifications of the organization shall be owned by the Academy of International Business and shall inure only to the AIB's benefit. Their use by any other organization is prohibited, unless specifically authorized in writing by the Executive Board of the AIB.

Any Academy member knowingly using the Academy name, logos or marks for a prohibited purpose shall be expelled from the Academy and may be reinstated only after two (2) years, upon favorable response by the Executive Board of the AIB to a written petition from the individual expelled.

ARTICLE XII - Robert's Rules of Order

The meetings of the Executive Board, the annual business meeting and the meetings of standing committees of the AIB shall be conducted according to Robert's Rules of Order.

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ARTICLE XIII - Amendment of Bylaws

Proposals to amend the Bylaws will be communicated to the voting membership when endorsed in writing by at least 10 percent of the voting members or 35 members, whichever is larger, or endorsed by a majority of the members in attendance at the Annual Meeting, or endorsed by a majority of the Executive Board.

Amendment to this Bylaws shall be adopted upon a two-thirds majority of the votes cast by the membership in response to a ballot, communicated either electronically or by mail. Membership shall be judged to include the members in good standing 60 days prior to the date of the communication of the ballot. However, no amendments will be considered adopted unless 10 percent of the voting members of the Academy have voted.