

# **CONSTITUTION OF THE FELLOWS OF THE ACADEMY OF INTERNATIONAL BUSINESS AS OF JANUARY 2017\***

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## **I. Name and Relationship to the Academy of International Business (AIB)**

The name of this association, founded in 1976, shall be “The Fellows of the Academy of International Business.” The Fellows comprise a subset of the membership of the AIB but are an autonomous, self-governing body, as called for in the AIB Constitution (Article IX). The Fellows will abide by the AIB’s Code of Ethics when adopted.

## **II. Objectives and Activities of the Fellows**

- A. The objectives of the Fellows are to recognize outstanding contributions to the scholarship and practice of international business, to exercise a leadership role in education and scholarship in the field, and to provide a forum for interaction among the Fellows as well as for the dissemination of knowledge in the field of international business.
- B. The Fellows will hold an annual meeting at a time and place its officers and members shall prescribe. Other activities of a scholarly or educational nature, appropriate to the objectives of the Fellows, may be performed, usually in conjunction with the Academy of International Business (AIB).
- C. There shall be regular communications between the AIB and the Fellows on the goals, policies, activities and accomplishments of their respective organizations as well as on the development of education and research in international business.

## **III. Structure and Functions**

- A. The officers of the Fellows of the Academy of International Business shall comprise a Dean, a Deputy Dean, and a Secretary/Treasurer, each serving for an approximate three-year term spanning three Fellows’ Annual Meetings. The Deputy Dean will not automatically be appointed to be the next Dean.
- B. The Dean of the Fellows, as the administrative officer of the group, shall be responsible for organizing and overseeing all the activities of the Fellows, shall preside at meetings of the Fellows and shall appoint a Deputy Dean and a Secretary/Treasurer who will assist in conducting the affairs of the Fellows. The Dean shall appoint one or more persons as a committee to conduct elections of new members and shall also appoint other committees to perform particular functions, as the need may arise.
- C. The Deputy Dean shall assist the Dean in dispensing his/her functions and responsibilities. In the event of untimely death and short-term incapacitation of the Dean due to illness or other conditions that prevent the Dean from undertaking his/her duties, the Deputy Dean will take over as Acting Dean for the duration (a) until a new Dean is elected as described in Section X, and (b) of the short-term incapacitation. Short-term incapacitation is defined as any

continuous period of time of up to 4 months wherein the Dean cannot perform his/her duties with the understanding that he/she will resume such duties on or before the end of this four-month period. In the event of long-term incapacitation defined as any continuous period of time over 4 months, a new Dean will be elected as described in Section X.

- D. The Secretary/Treasurer shall assist the Dean, communicate with the membership and liaise with the AIB Secretariat on: the (1) invoicing and collection of lifetime membership dues from newly elected Fellows, (2) invoicing, collection and disbursement of fees and expenses associated with the Fellows' annual dinner, and (3) supervision of the Fellows' revenues, expenses, assets, liabilities and cash flows.

#### **IV. Membership Categories**

- A. Members shall be grouped into the following three categories: (1) Active Members; (2) Inactive Members, and (3) Honorary Members.

Active Members are those who have been elected as Fellows (or were inducted into the Fellows because they were Founding Members of the AIB, Past Presidents of the AIB or past Executive Secretaries of the AIB), have paid their lifetime membership dues and continue to fulfill the Fellows' requirement to attend meetings in order to maintain Active status.

Inactive Members are those who were Active Members at one time but have subsequently not met the requirements regarding attendance or have chosen this status.

Honorary Members are those inducted as Fellows by virtue of being honored as either International Educator of the Year, International Executive of the Year or Eminent Scholar.

A separate roster is kept of Deceased Fellows.

- B. A newly-elected Fellow is listed as an Active Member after his/her prompt payment of his/her lifetime membership due. In order to maintain status as an Active Member, a Fellow is to attend at least one out of the preceding three annual meetings of the Fellows. The attendance requirement may be relaxed if regrets are sent in writing on each occasion to the Secretary/Treasurer for not being able to attend an annual meeting.
- C. The title of 'Fellow', whether elected or honorary, once conferred, is irrevocable.
- D. The Dean can remove Fellows who have violated the AIB Code of Ethics from the "Active members" to the "Inactive members" category.
- E. Members of all categories shall receive all relevant communications, except that those pertaining to nomination and voting shall be directed only to Active Members.

#### **V. Membership Eligibility**

Except for Honorary Members, eligibility for Fellowship shall be restricted to members of the AIB, who are international business scholars, teachers or administrators, have significantly helped develop knowledge or practice in the field, and/or have made significant contributions to the AIB.

## **VI. Limits on Membership**

- A. For the purpose of determining how many new Fellows can be elected in a particular year, only those Active Members below the age of sixty-six at the time of the election will be counted; and their number shall not exceed 2% of the AIB membership.
- B. There is no limit to the number of new Active Members that may be elected in one year, subject only to the above constraint of not exceeding 2% of the AIB membership (under the age of sixty-six). If the number of candidates elected would violate this overall limit, then only those receiving the highest percentage vote and keeping within this limit will be inducted.
- C. There shall be no limit on the number of Honorary Members.

## **VII. Voting and Nominating Privileges of Members**

- A. Only Active Members may nominate and vote. Honorary and Inactive members may not vote but they may second nominations.
- B. The Dean of the Fellows may, at his/her sole discretion, appoint a Surfacing Committee of no less than 3 and no more than 5 Active Members to propose three or fewer additional nominees that in their opinion should be considered for membership. The Surfacing Committee should engage in a broad consultative process in order to identify potential candidates who may have been overlooked by the normal nomination process. In so doing, the Surfacing Committee shall appoint a nominator and seconder for each nominee so as to fulfill the requirements of Articles VII A and IX.

## **VIII. Selection of Honorary Fellows**

- A. The nomination and selection of Honorary Fellows – namely Eminent Scholar, the International Educator of the Year and the International Executive of the Year – shall be made by committees of one or more persons, appointed by the Dean of the Fellows.
- B. To be eligible for the Eminent Scholar category, a candidate has to be someone who is not an AIB member but whose scholarship has significantly influenced international-business research.
- C. The Eminent-Scholar nominating committee will put forward a candidate, to be voted upon by all Active Fellows, with a three-quarter favorable vote of those voting necessary for election in this category.
- D. Nominations for International Educator of the Year and International Executive of the Year shall be presented by the respective nominating committees to the Dean of the Fellows for approval.

## **IX. Election of New Fellows**

- A. Approximately five months prior to the expected Fellows' Annual Meeting date, the Secretary/Treasurer will invite and announce a deadline for submission of all nominations. The nominator must be an Active Fellow. A standard format shall be used for the nomination, seconding and curriculum vitae of candidates. No call for nominations shall be issued if the limit of Active Members below the age of sixty-six exceeds 2% of the AIB membership in any particular year.
- B. Nominations shall not be accepted from nominators or seconders serving on the same faculty as the nominee or having been on the faculty of the institution from which the nominee received his/her terminal degree, at the time it was granted.
- C. The election of new Fellows shall be conducted by the Secretary/Treasurer who will solicit and receive nominations and secondings together with the forms to be completed by the nominee. Within three weeks of the deadline for receiving these materials, the Secretary/Treasurer will send ballots to the Active Members only. The ballots of the Active Members will be received by both the Secretary/Treasurer and the Dean, with the Secretary/Treasurer tallying the ballots and the Dean verifying the results.
- D. The ballot shall reflect three options for the members to select among them: YES (confirming their support for the candidate), NO (a vote against the election of the candidate), and ABSTAIN.
- E. Ballots shall be returned to the Secretary/Treasurer within three weeks of sending the ballots, and before a specified date, whichever is later.
- F. The Secretary/Treasurer shall put forward as many candidates as have been nominated and seconded using the proper forms and procedures.
- G. Each new Fellow is declared elected by the Secretary/Treasurer only if he/she receives an affirmative vote of at least sixty percent of the total number of YES and NO votes returned by Active Members, subject to a minimum number of YES votes equivalent to 40% of the total votes cast.

## **X. Election of the Dean of the Fellows**

- A. The Dean of the Fellows serves for a three-year term of office and may not serve two full consecutive three-year terms.
- B. A Nominating Committee appointed by the current Dean of the Fellows and ordinarily comprised of the three living immediate past Deans, with the most distant Dean serving as Chair of this Committee, shall, after consultation with the current Dean, put forward not more than two nominees. In the event of the untimely death or long-term incapacitation of the current Dean, this Committee will comprise the three living immediate past Deans. This Committee shall invite suggestions for nominations through an email to all Active Members.

- C. An election will be held for a new Dean at the beginning of the third year of the current Dean's term (or earlier in the event that a Dean is unable to perform his/her duties), following a similar timetable and procedures as for the election of new Fellows described in Article IX, except that: (1) the receipt of nominations and the election shall be conducted by the Secretary/Treasurer, and (2) a Dean shall be declared elected with a simple majority of the votes cast by Active Members, with the exception described in Article X.D. In the event of the untimely death or long-term incapacitation of the current Dean, the Deputy Dean will appoint a Nominating Committee to initiate the process of electing a New Dean as soon as possible, in no case exceeding a month of occurrence of this event. The Nominating Committee will comprise of the three living immediate past Deans. The same procedure will be used as in the election of a new Dean for the regular three-year cycle.
- D. In the event that only one candidate is nominated, he/she will be declared as elected by the Secretary/Treasurer.
- E. The Dean of the Fellows is ineligible to vote in this election, except to break a tie.

## **XI. Dues**

Lifetime Membership Dues shall be determined by a majority of Active Fellows that voted through a ballot, following discussion at an annual meeting of the Fellows.

## **XII. Meetings and Other Activities**

- A. The Fellows shall hold at least one annual meeting, in such a manner as they may prescribe. Normally, this meeting shall be held in conjunction with the Annual Conference of the Academy of International Business.
- B. Should the Dean be unable to attend or preside at a meeting, he/she will designate the Deputy Dean or another Active Member to preside.
- C. Other activities, including a newsletter, may be originated at the initiative of the Dean. However, if significant outlays are required for this activity or if the activity commits the Fellows, the Dean will first obtain a majority vote of Active Members attending the next Annual Meeting, or through a ballot of Active Members, if urgency requires the latter course.

## **XIII. Amending this Constitution**

- A. Proposals to amend the Constitution shall normally be initiated by a committee of at least three persons appointed by the Dean of the Fellows.
- B. However, an amendment proposal may also be initiated by an Active Member at the Fellows' annual meeting, provided it receives a majority of the votes of the Active Members present. Amendment proposals may also be initiated through a written petition of at least five Active Members. In either case, the proposed amendments shall be checked for conformity with

other articles of this Constitution, by a committee appointed by the Dean of the Fellows, but including at least one of the proposers.

- C. All proposed amendments conforming to Sections A or B of this Article shall be promptly sent by the Secretary/Treasurer to all Active Members for balloting. Amendments shall be adopted if they garner the favorable votes of at least 60 percent of the Active Members that returned their ballot within three weeks of the mailing.

\*The 2017 Constitution of the Fellows of the Academy of International Business reflects the latest amendments approved in February 2012, December 2014, July 2015, and December 2016.