# ACADEMY OF INTERNATIONAL BUSINESS
# CANADA CHAPTER BYLAWS

## ARTICLE I – NAME

The organization shall be designated as the Academy of International Business Canada Chapter, or in abbreviated form, AIB-Canada Chapter. The organization is a chapter of the Academy of International Business (AIB) under the AIB Chapter Affiliation Agreement.

## ARTICLE II – OBJECTIVES

The objectives of the AIB-Canada Chapter are to promote education and advance research and practice of international business in the region by:

a. facilitating the exchange of information, ideas, and skills amongst scholars (including PhD students), educators, policymakers, and practitioners, as well as with other academic disciplines;
b. encouraging and assisting research activities that advance knowledge of international business operations;
c. increasing the available body of international business teaching materials for educators;
d. cooperating whenever possible with government, business and academic organizations for the furtherance of these basic objectives;
e. supporting the policies and goals of the Academy of International Business as set forth in the AIB Bylaws and the AIB Mission, Vision, and Values Statement.

In achieving these objectives, the AIB-Canada Chapter shall not adopt a partisan position on any matter involving particularistic interests (private or public), to avoid compromising the intellectual integrity of its members.

## ARTICLE III – MEMBERSHIP

### Section 1. Eligibility

Membership in the AIB-Canada Chapter is limited to current members of the Academy of International Business (AIB). AIB members who reside within the chapter's geographic region, as defined by the AIB Executive Board, are members of the AIB-Canada Chapter. Members of the AIB who reside outside the aforementioned region but have indicated to the AIB Secretariat their desire to become affiliated with the AIB-Canada Chapter shall also be designated as voting members of the AIB-Canada Chapter.

### Section 2. Classes

The classes of membership are based on the classifications defined by AIB. *See AIB-Bylaws Section 2. Classes.*

### Section 3. Terms and Dues

The AIB-Canada Chapter observes the membership terms, conditions, and fees determined by AIB. Applications for membership and membership dues collected shall be submitted to the AIB Secretariat for processing. There shall be no separate levy of membership dues by the chapter itself; however, the AIB-Canada Chapter may collect reasonable reimbursement, at cost, for any services provided to their members, such as conferences, newsletters, and other activities.

**Section 4. Conditions**
Members of the AIB-Canada Chapter are subject to the AIB Member Code of Ethics and other member policies as adopted by the parent organization, AIB.

## ARTICLE IV – CHAPTER EXECUTIVE BOARD

**Section 1. Governance**
The governance of the AIB-Canada Chapter will be vested in a Chapter Executive Board. The Chapter Executive Board shall determine policies of the AIB-Canada Chapter consistent with the chapter bylaws.

**Section 2. Composition**

a. The Chapter Executive Board shall be comprised of at least five (5) voting officers: a Chapter Chair, Vice-Chair, Treasurer, and two (2) to five (5) Members-at-Large based on current needs and tasks.
b. The Chapter Executive Board can also include multiple ex-officio, non-voting members who are appointed by the Chapter Executive Board.
c. All members of the Chapter Executive Board shall be members of the Academy of International Business and be affiliated with the AIB-Canada Chapter, based on AIB's membership records, throughout their term.

**Section 3. Duties**

**a. Chapter Chair**

The Chapter Chair shall be responsible for the administrative direction of the Chapter and carry out the executive decisions of the Chapter Executive Board. The Chair exercises general supervision over the activities of the chapter and functions of all other chapter officers. The Chair shall chair all Executive Board meetings and set the agenda.

The Chapter Chair shall submit an annual report of the Chapter's activities and a summary of the financial position to the AIB Secretariat at the end of the AIB's fiscal year. The Chair shall also represent the Chapter at the Academy of International Business Annual Meeting. If the Chair is unable to attend, the Chair, in coordination with the AIB Secretariat, may determine a chapter representative to attend the meeting on behalf of the chapter.

**b. Vice-Chair**

The Vice-Chair assists the Chapter Chair with the duties and responsibilities of the Chapter. The Vice-Chair shall perform the Chapter Chair's duties in the Chair's absence.

**c. Treasurer**

The Treasurer is responsible for maintaining the financial accounts of the Chapter and handling its financial transactions. The Treasurer compiles all financial reports for the chapter membership and, if necessary, for auditors. The Treasurer prepares the chapter's annual budget. The Treasurer shall regularly inform the officers of the Chapter's financial condition and shall assist the Chapter Chair in preparing the summary of the financial position, due annually to the AIB Secretariat.

**d. Members-at-Large**

Members-at-Large hold multiple responsibilities agreed upon by the AIB-Canada Executive Board. Their duties can change based on requirements at different times and across different areas, from and can include event organization, and communication

coordination, to membership retention or acquisition, and minute-taking at board meetings.. Their responsibilities will be outlined during the Call for Nominees process.

**e. Ex officio Members**

Ex-officio Members are appointed by the Chapter Executive Board when the board requires support for a task or project. These members are representatives of the AIB-Canada Chapter and are appointed only on a temporary, project-based basis by the Chapter Executive Board. Their duties are connected to these projects and agreed upon prior to the project starting. These members are not full members of the Chapter Executive Board and will be invited to participate in board meetings only if needed.

**Section 4. Term**

The Chapter Executive Board will be elected for three (3) year terms. These board members can serve no more than two (2) consecutive terms in the same position and no more than three (3) consecutive terms on the Board.

**Section 5. Nomination**

**a) Nomination Committee**

The Nominating Committee consists of three (3) members of the Chapter Executive Board and oversees the election process. If not enough Chapter Executive Board members are available, the Nominating Committee may include up to two (2) AIB VPs Administration. The Nominating Committee will be chaired by one Chapter Executive Board member. Any member who could be in the running for a board position or who may have other conflicts of interest may not serve on the Nominating Committee.

The Nomination Committee manages the nomination process by issuing a Call for Nominees, setting a deadline for nominations, ensuring the Call is widely disseminated, and collecting nominations. Once all nominations are collected, the Nomination Committee determines the eligibility of all nominees and selects the final candidates to appear on the election ballot.

**b) Nomination Process**

Any AIB Canada Chapter Member can self-nominate or be nominated by a minimum of one (1) AIB Canada Chapter Member for an Executive Board position if the candidate meets the following conditions.

To be eligible, the candidate must:

- Be an AIB member in good standing 60 days before the date of the ballot communication.
- Have attended at least one chapter event during the three (3) years preceding the election.
- Must present written support (communicated via email with signatures) of at least two (2) additional AIB-Canada Chapter members.

**Section 6. Election**

The Nomination Committee is responsible for overseeing the election process. All officer positions on the Chapter Executive Board shall be elected by a ballot.

The ballot shall have at least one (1) name for the position which is vacant, and at least one (1) name for any other open position based on the professional and scholarly standings of the candidates. For any position where multiple eligible candidates have been nominated, at least two must appear on the ballot. The ballot will allow for write-in via email votes for all open positions.

Ballots shall be communicated to all eligible members of the AIB-Canada Chapter approximately one (1) month before the preferred start of the term. The deadline for the return receipt of the ballots shall be at least 20 days after the date of their communication to members. Ballots may be accepted electronically or by mail. Officers are elected by a plurality of the votes cast for each position. In the event of a tie, the Nomination Committee will decide the winner.

The election results will be communicated to the membership upon completion of the election.

**Section 7. Mode of Executive Board Meetings**
Executive Board meetings to conduct Chapter governance business, with the approval of the Chapter Chair, may be held either in person or by means of electronic communications technology that permits those in attendance to read or hear the proceedings substantially concurrently with their occurrence, to vote on matters submitted, to pose questions, and to make comments.

**Section 8. Attendance**
Officers are required to attend at least three chapter meetings per year. Any officer who has failed to attend the required number of meetings may be removed by a majority vote of the Chapter Executive Board.

**Section 9. Quorum**
A majority of the voting members of the Chapter Executive Board shall constitute a quorum at official Chapter Executive Board meetings.

**Section 10. Informal Action by Directors**
The Chapter Executive Board may take any action in the absence of a meeting, which could take place at such a meeting, by obtaining the written approval of all the Chapter Executive Board members. Any action so approved has the same effect as if taken at a meeting of the Chapter Executive Board.

**Section 11. Compensation**
Board members shall not receive any compensation for their services as such, but by resolution of the Chapter Executive Board, reimbursement of expenses may be allowed for attendance at each regular or special meeting of the Chapter Executive Board.

**Section 12. Resignation**
A Chapter Executive Board member may resign at any time by giving written notice to the Chapter Chair. 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 Chapter Chair or the Chapter Executive Board. In case of the resignation of the chapter chair, the AIB Secretariat and the AIB Executive Board must be notified before the resignation can take effect.

**Section 13. Vacancy**
In the event of a vacancy in the office of the Chapter Chair, the Vice-Chair shall assume the duties of the Chapter Chair for the remainder of the term. Any other member vacancy occurring on the

Chapter Executive Board may be filled for the remainder of the unfinished term at the next meeting of the Chapter Executive Board through a vote of a majority of the remaining members of the Chapter Executive Board. The Chapter Chair shall have two votes in case of a tied ballot.

**Section 14. Removal**
A two-thirds vote of the Chapter Executive Board shall be required to remove a Chapter Executive Board member from office prior to the expiration of the term for which that member has been elected. In addition, ten (10) percent of the membership or 25 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.

## ARTICLE V – COMMITTEES

The Chapter Executive Board shall establish committees as needed. The Chapter Executive Board may appoint any member of the AIB-Canada Chapter to serve on any specific committee. The terms of the committee members shall be determined by the Chapter Executive Board. All committee members must be members of AIB and the AIB-Canada Chapter.

## ARTICLE VI – MEETINGS OF MEMBERS

**Section 1. Member Business Meetings**
The AIB-Canada Chapter shall hold at least one business meeting for the chapter members annually. Notice of the date, time, setting, and agenda for the annual meeting shall be communicated electronically to the members at least 30 days prior to the meeting date.

**Section 2. Special Member Meetings**
Special meetings, in addition to the annual meeting, may be called by the Chapter Executive Board or upon the written request of 10 percent or 25 members of the Chapter, whichever is larger. To be valid, such a request shall be received by the Chapter Chair at least 30 days before the date requested for the meeting and shall state the exact nature of the business to be transacted. No other business shall transpire at such meetings. Notice of the date, time, setting, and agenda of such special meetings shall be provided to the members, either electronically or by mail, at least 20 days prior to the meeting date.

**Section 3. Agenda**
The Chapter Chair shall set the agenda for business meetings of the Chapter to conduct governance business.

**Section 4. Mode of Meetings**
Business meetings of the Chapter to conduct Chapter governance business, with the approval of the Chapter Chair, may be held either in person or by means of electronic communications technology that permits those in attendance to read or hear the proceedings substantially concurrently with their occurrence, to vote on matters submitted, to pose questions, and to make comments.

## ARTICLE VII – POLICIES

**Section 1. Fiscal Year**
The AIB-Canada Chapter fiscal year shall begin on January 1 and end on December 31.

**Section 2. Contracts**
The Chapter Executive Board may authorize any officer of the chapter to enter into any contract or execute any instrument on its behalf. Such authorization may be general or confined to specific instances. The Chapter shall not incur any debts, obligations, or liabilities that could become binding upon the Academy of International Business.

**Section 3. Conflict of Interest**
The Chapter Executive Board creates and periodically reviews a policy to govern possible conflicts of interest transactions involving board members of the AIB-Canada Chapter. The Chapter shall at least once per year obtain written conflict of interest disclosure forms from all Chapter Executive Board members of the AIB-Canada Chapter.

**Section 4. Trademarks, Copyrights, Logos**
The registered or unregistered names, publications, titles, trade and service marks, logos, designs, and other identifications of the AIB-Canada Chapter shall be owned by the AIB-Canada Chapter and shall inure only to the benefit of the AIB-Canada Chapter. Their use by any other organization or individual is prohibited unless specifically authorized in writing by the Chapter Executive Board of the AIB-Canada Chapter.

Any AIB-Canada Chapter member knowingly using the AIB-Canada Chapter name, logos, or marks for a prohibited purpose shall be referred to the AIB Executive Board for disciplinary action.

## ARTICLE VIII - RELATIONSHIP WITH ASSOCIATION

The Chapter shall abide by the bylaws, rules, regulations, and policies of the Academy of International Business as may be adopted by the AIB Executive Board periodically, which, among other things, set forth the relationship between AIB and the Chapter, the rights, responsibilities and obligations of the Chapter and the Association with respect to one another, the limitations and requirements governing the Chapter's use of the Association's name, trademarks, service marks, logos and other intellectual property, and the grounds upon which the Chapter's affiliation with the Association may be terminated and its charter revoked.

## ARTICLE IX - PARLIAMENTARY AUTHORITY

The rules contained in the current edition of *Robert's Rules of Order Newly Revised* shall govern this Chapter in all cases to which they are applicable, and in which they are not inconsistent with these bylaws and any special rules of order the Chapter may adopt.

## ARTICLE X - AMENDMENT OF THE BYLAWS

The Chapter Executive Board shall be responsible for proposing amendments to the Chapter Bylaws. Any proposed revisions to the Chapter Bylaws must be reviewed and approved by the AIB Secretariat before presentation to the chapter membership. Amendment to this Chapter Bylaws shall be adopted upon a majority of the votes cast by the chapter membership in response to a ballot communicated electronically or by mail. Chapter membership shall be judged to include the chapter members in good standing 60 days before the date of the communication of the ballot.

**Article XI – DISSOLUTION**

In the event of the dissolution of this Chapter, all liabilities and obligations shall be paid, or adequate provision made for payment. No funds shall benefit any individual member of the Chapter. The remaining assets shall be distributed to the Academy of International Business within six months of the Chapter's dissolution.

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These Amended and Restated Bylaws were adopted on July 1st, 2026, by the membership of the Canada Chapter of the Academy of International Business.

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| Chapter Chair | AIB Executive Director |