

CONSTITUTION OF THE FELLOWS OF THE ACADEMY OF INTERNATIONAL BUSINESS AS OF JUNE 2018*

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

The name of this association, founded in 1977, 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 VIII). They must individually adhere to the AIB Code of Ethics.

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.
- 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 Business 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 as well as assign 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 the untimely death, short-term or long-term incapacitation of the Dean due to illness or other conditions preventing the Dean from undertaking his/her duties, the Deputy Dean will take over as Acting Dean until the Dean resumes his/her duties or a new Dean is elected according to Section X. Short-term incapacitation is defined as any continuous period of time of up to four 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. Long-term incapacitation is defined as any continuous period of time over four months.

- D. The Secretary-Treasurer shall assist the Dean, communicate with the membership and liaise with the AIB Secretariat in: (1) the invoicing and collection of the initiation fee from newly elected Fellows; (2) the invoicing, collection and disbursement of fees and expenses associated with the Fellows' annual Dinner; (3) the supervision of the Fellows' revenues, expenses, assets, liabilities and cash flows, and (4) recording attendance at the annual Business Meeting of the Fellows as well as the expression of regrets for not attending it.

IV. Membership Categories

- A. Members shall be grouped into the following three categories: (1) Active Members; (2) Inactive Members, and (3) Honorary Members.
- B. Active Members are those who have been elected as Fellows or were inducted into the Fellowship because they were Founding Members of the AIB, Past Presidents of the AIB or past Executive Secretaries of the AIB and have paid their membership initiation fee immediately following their election. To retain the status of Active member, Fellows have to: (1) maintain their AIB membership by paying its annual dues; (2) attend at least one out of the preceding three annual meetings of the Fellows, and (3) adhere to the AIB Code of Ethics.

The attendance requirement will be relaxed if regrets are sent in writing on each occasion to the Secretary-Treasurer for not being able to attend the annual Business Meeting of the Fellows.

Only Active Fellows can vote, nominate or second candidates for AIB Fellowship, and serve on committees appointed by the Dean. Voting applies to the election of new Fellows and of an Eminent Scholar, the amending of this Constitution and the election of a new Dean when required.

- C. Inactive Members are: (1) those Fellows who have chosen this status, and (2) those Active Members whose status has been lowered to Inactive by the Dean for having failed to satisfy one or more of the three requirements spelled out under Article IV.B for retaining Active status. Inactive Fellows do not have to pay AIB dues.

If lost, Active status can be regained at the discretion of the Dean after an Inactive Fellow has paid his/her AIB dues, has resumed attending our Business Meetings or sending regrets to the Fellows' Secretary-Treasurer for not attending this Meeting, and/or has stopped his/her violation of the AIB Code of Ethics.

- D. 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 John Fayerweather Eminent Scholar.
- E. A separate roster is kept of Deceased Fellows.
- F. The title of a Fellow, whether elected or honorary, once conferred, is irrevocable.
- G. Members of all categories shall receive all relevant communications, except that those pertaining to nomination, seconding, voting and serving on committees appointed by the Dean 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 at the time of their nomination, 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 two percent 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 two percent of the AIB membership for Fellows under the age of sixty-six. If the number of candidates elected in any one year would violate this overall limit, then only those receiving the highest percentage of votes and keeping within this limit will be inducted as AIB Fellows.
- 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, vote and serve on committees. 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 three and no more than five Active Members to propose three or fewer additional nominees that, in their opinion, should be considered for membership. This 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. Election and Selection of Honorary Fellows

- A. The nomination, election and selection of Honorary Fellows – namely, for the John Fayerweather Eminent Scholar, the International Educator of the Year and the International Executive of the Year awards – shall be made by committees of one or more persons, appointed by the Dean of the Fellows.
- B. To be eligible for the John Fayerweather 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 John Fayerweather Eminent Scholar nominating committee will put forward one 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 Business Meeting date, the Secretary-Treasurer will invite nominations and secondings, and will announce a deadline for their submission. The nominator must be an Active Fellow. A standard format shall be used for the nomination, seconding and curriculum vitae of the candidates. No call for nominations shall be issued if the limit of Active Members below the age of sixty-six exceeds two percent 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 curriculum-vitae form to be completed by the nominee. Three weeks prior to the deadline for receiving their votes, 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 Secretary-Treasurer shall put forward as many candidates as have been nominated and seconded, using the proper forms and procedures.
- E. The ballot shall offer three options for the members to select from: YES (confirming their support for the candidate), NO (a vote against the election of the candidate) and ABSTAIN.
- F. Ballots shall be returned to the Secretary-Treasurer within three weeks of sending the ballots out or before a specified date, whichever is later.
- 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 percent of the total number of 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. An election or selection 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. A Nominating Committee appointed by the current Dean of the Fellows and 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 be comprised exclusively of the three living immediate past Deans. This Committee shall invite suggestions for nominations through an email to all Active Members.

- C. In the event that only one candidate is considered by the Nominating Committee, he/she will be declared selected by them, and will be announced by the Secretary-Treasurer. If two candidates are nominated by this Committee, either its members will agree on one of them or an election will be promptly conducted by the Secretary-Treasurer for all Active Fellows, with a simple majority vote determining the winning candidate. This winner will be declared elected by the Secretary-Treasurer.
- D. The current Dean of the Fellows is ineligible to vote in this election, except to break a tie.

XI. Dues

The initiation fee for newly elected Fellows shall be determined by a majority of Active Fellows voting through a ballot, following discussion at an annual Business Meeting of the Fellows.

XII. Meetings and Other Activities

- A. The Fellows shall hold at least one annual Business Meeting in such a manner as they may prescribe. Normally, this Business 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 Business Meeting, he/she will designate the Deputy Dean or another Active Member to preside.
- C. A Dinner of the Fellows and their guests will ordinarily be held at the AIB Conference.
- D. 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 Business Meeting or through a ballot of Active Members if urgency requires the latter course of action.

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. An amendment proposal may also be initiated by an Active Member at the Fellows' annual Business Meeting, provided it receives a majority of the votes of the Active Members present. Besides, amendment proposals may 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.

*This June 2018 Constitution of the Fellows of the Academy of International Business reflects the amendments approved by them in July 2015, December 2016 and June 2018. A Rewording Committee – Jean Boddewyn (Chair), Lee Radebaugh, Shige Makino, Marjorie Lyles and Tunga Kiyak – was appointed by Dean Rosalie Tung in the Fall of 2017 and was instructed to incorporate the December 2016 and June 2018 amendments, voted by the Fellows, to improve the legibility of the text of this Constitution and to propose new amendments if necessary – as was done for Articles I and IV in June 2018.