

By-Laws
of the
International Society for Business Education--USA Chapter
DBA: SIEC-USA

Article I--Name

Section 1: The name of this association will be the International Society for Business Education--USA Chapter (ISBE-USA). ISBE-USA is incorporated as a non-profit corporation in the State of Oklahoma. The organization will conduct business under the DBA: SIEC-USA.

Section 2: The headquarters of ISBE-USA will be in the home city of the ISBE-USA Executive Director.

Section 3: The term of the association is perpetual.

Article II--Purpose

Section 1: ISBE-USA is the premier association for global business education. The purpose of the chapter will be to promote business education within its members and among the member chapters of SIEC-ISBE International through international exchange programs, cooperative endeavors, and unified efforts in working towards mutually determined goals and objectives.

Section 2: ISBE-USA will embody the vision, mission, and goals that allow it to be the premier association for global business education.

Section 3: ISBE-USA may take whatever steps are needed to meet its goals including research, sharing of information, and/or funding or granting scholarships and fellowships. ISBE-USA shall not engage in any activity which would be inconsistent with the status of any educational and charitable organization as defined in Section 501 (c) (3) of the Internal Revenue Service Code.

Article III--Membership

Section 1: Any individual, educational, or corporate institution of business interested in the purposes of the chapter may join by paying the chapter membership fees. ISBE-USA membership runs concurrent with the SIEC-ISBE International year, June 1 - May 31. Membership will be prorated for individuals or businesses who first join the organization outside of the standard membership year.

All ISBE-USA members will receive membership in SIEC-ISBE International by virtue of being a member of ISBE-USA.

Section 2: Types of Memberships

Section 2.1: Individual Membership is open to any educator. Membership fees will be equal to 200% of the SIEC-International annual individual fees.

Section 2.2: Educational Institutional Membership is open to any educational institution or organization. Each Institutional Membership includes up to 10 members; institutions may have multiple institutional membership in increments of 10 members. Membership fees will be equal to 200% of the SIEC-International annual collective membership fees.

Section 2.3: Corporate Membership is open to any business or institution that subscribes to the principles and objectives of SIEC-International and ISBE-USA. Membership fees will be equal to 200% of the SIEC-International annual collective membership fees.

Section 2.4: Honorary Membership may be awarded once a year by unanimous vote of the Executive Board of the ISBE-USA Chapter to commemorate the singular contribution of the recipient in advancing the cause of global business education. No more than one honorary member will be elected in any fiscal year. Honorary members will be listed in the active files and will receive all communications of the ISBE-USA Chapter. Honorary members will not be required to pay membership fees during their lifetime.

Section 2.5: Student Membership is open to any actively-enrolled student in post-secondary education in the U.S. and/or its territories. Membership fees will be equal to the SIEC-International annual individual membership fee.

Section 2.6: Retired Membership is open to any individual member of the chapter who has retired. Membership fees will be equal to the SIEC-International annual individual membership fee.

Section 2.7: ISBE-USA will forward SIEC-International fees for each chapter member to SIEC-International by the deadline set by SIEC-International.

Article IV: Executive Board

Section 1: The ISBE-USA Executive Board includes the Executive Director, President, Vice President, Immediate Past-President, and US VP to SIEC-International.

ISBE-USA will indemnify any director or officer, or former director or officer, or any person who may have provided service to the association against expenses incurred in connection with the defense of any action, suit, or proceeding in which he or she is made a party by reason of being or having been a director or officer, except in relation to matters where he/she has been found to be negligent or through an act of misconduct.

Section 2: The Executive Board will serve in an administrative, policy-making capacity to carry out the work of the chapter.

Section 3: The Executive Board will cooperate with organizations whose goals and activities are in agreement with those of the chapter.

Section 4: A quorum of the Executive Board will be a majority of voting members of the Executive Board.

Article V: Officers and Elections of Officers of ISBE-USA

Section 1: The Nominations Committee will be composed of the three most recent past-presidents of the chapter with the immediate Past-President as chairperson.

The Nominations Committee will solicit nominations from current ISBE-USA members for President-Elect and U.S. Vice-President to SIEC. If a candidate cannot be identified for any position by the nominations deadline for distributing ballots, the President, upon approval of the Executive Board, will appoint a member to serve in that position.

The Nominations Committee will prepare a ballot to be sent to members in a separate communication. Voting for all ISBE-USA positions will be conducted by a secure, confidential online survey coordinated by the ISBE-USA Executive Board.

Section 2: Officer Candidates should be active members of ISBE-USA who have been active for no less than three (3) years, including attendance to one or more SIEC-ISBE sponsored conferences during that time. Candidates should have demonstrated a commitment to service of the chapter through contributions, including, but not limited to committee membership, publications, editorial service for journals, participation in chapter events, or other activity in the work of the chapter.

Terms of Office will be June 1 - May 31 for all offices except US VP to SIEC. The US VP to SIEC term will follow SIEC-International Officer Terms of Office.

Section 2.1: Executive Director

The Executive Director of the chapter is appointed by the Executive Board. The Executive Director will be a voting member of the Executive Board and will serve in the role of Secretary/Treasurer. The term of Executive Director is five (5) years. The Executive Director will complete all duties of the office as outlined in the Policies and Procedures of the Organization. The Executive Director may be reappointed for a second five-year term at the Executive Board's discretion.

Section 2.2: President

The President will serve a two-year term and is a voting member of the Executive Board. The President will complete all duties of the office as outlined in the Policies and Procedures of the Organization. The President may serve two consecutive terms in office.

Section 2.3: Vice President

The Vice President will serve a two-year term. The Vice President is a voting member of the Executive Board and will complete all duties of the office as outlined in the Policies and Procedures of the Organization. The Vice-President may serve two consecutive terms in office.

Section 2.4: Past-President

The Immediate Past-President will serve a one-year term and be a voting member of the Executive Board. The Immediate Past-President will complete all duties of the office as outlined in the Policies and Procedures of the Organization.

Section 2.5: U.S. Vice President to SIEC-International

The US VP to SIEC will serve a two-year term and is a voting member of the Executive Board. The US VP to SIEC will complete all duties of the office as outlined in the Policies and Procedures of the Organization. The US VP to SIEC may serve up to two terms in office.

Section 2.6: Removal of an Executive Board Member

Any Executive Board Member may be removed by a two-thirds vote of the Executive Board at a special or regular meeting when, in the Board's judgment, the best interests of ISBE-USA would be served. The decision of the Executive Board will be final and will not be subject to review by or appeal to the ISBE-USA membership or any other official, entity, or committee.

Any Executive Board member found guilty of violating any provision of these Bylaws, as currently written or amended hereafter, or who fails to execute the responsibilities and duties of the position, or who is found guilty of other unethical conduct or conduct which brings discredit upon the organization or profession may be removed from office under these terms.

Article VI: Meetings

Section 1: An annual membership meeting is required and will be scheduled by the Executive Board.

Section 2: An annual Executive Board meeting is required and will be scheduled by the Executive Director after consultation with the President of the Chapter. Additional meetings may be called by the President, as needed.

Section 3: Notification of the time, place, and agenda for all meetings will be sent to all members of the Chapter.

Article VII: Committees

Section 1: The President may appoint committees as needed to carry out the goals of the Chapter with the approval of the Executive Board.

Section 2: Committees may be considered standing committees or ad-hoc committees at the discretion of the Executive Board.

Article VIII: Parliamentary Authority

Robert's Rules of Order (most current version) will be the authority on all questions of procedure not specifically stated in this Constitution/By-laws.

Article IX: Amendment Procedures

Section 1: Any member of the chapter may propose an amendment to this document.

Section 2: The President of the Chapter will place proposed amendments before the Executive Board at its next meeting. Voting on the amendments will take place using a secure online survey tool.

Section 3: This document may be amended by two-thirds vote of all chapter members voting on the proposed changes.

Article X: Relationship with SIEC-International

Section 1: All official correspondence between the officers of SIEC-International and ISBE-USA will come to the Executive Director of ISBE-USA and President of ISBE-USA.

Section 2: Annual SIEC-International fees will be forwarded to SIEC-International before the deadline set by SIEC-International.

Section 3: The ISBE-USA President will appoint voting delegates for SIEC-International Assembly of Delegates from the ISBE-USA Chapter members in attendance using the guidelines set forth in the Policies and Procedures of the ISBE-USA Chapter.

Section 4: Provided funds are available, the ISBE-USA President or designee will receive a refund for SIEC-International Conference Registration and related travel expenses equal to the amount approved by the ISBE-USA membership in the annual budget.

Section 5: The ISBE-USA President, during his/her first year in office, will be the official delegate to the SIEC-International Board of Directors. The Immediate Past-President will also attend the Board of Directors Meeting and write the annual report during his/her term as Past-President. The ISBE-USA President, during his/her second year in office, will be required to

write and present the annual report on behalf of the chapter. If the President serves two terms, the President will be responsible for the annual report to SIEC-International in Years 3 and 4.

Article XI--Restrictions

Section 1: No part of the net earnings of ISBE-USA shall be used to benefit any private individual or corporation except for payment of reasonable compensation for services rendered which will be approved by the Board of Directors.

Section 2: ISBE-USA will not make any loans to individuals or corporations.

Section 3: ISBE-USA shall not participate in any political activity or campaign.

Article XII--Personal Liability

Neither the officers, directors, or members of ISBE-USA or their purport shall be subject to or chargeable with the payment of the corporate debts or obligations of ISBE-USA.

Article XIII--Dissolution

Upon dissolution of the organization by a majority vote of the Executive Board and the chapter membership, the Executive Board will, after paying and making provision to pay all liabilities of the chapter, dispose of its remaining assets to an organization or organizations selected by vote of the membership.

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