



# Bylaws

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## **PREFACE**

The International Accreditation Council for Business Education (IACBE) was founded in 1997 in response to the expressed needs of presidents, chief academic officers, and business deans, chairs, and heads of departments who wanted an accreditation process that was mission-driven and outcomes-based. The IACBE provides specialized accreditation to the business programs of hundreds of institutions of higher education throughout the world whose primary purpose is excellence in teaching and learning. The IACBE's innovative approach to specialized business accreditation is based on the assessment of educational outcomes and the characteristics of excellence in business education.

This document sets forth the organizational structure of the IACBE and specifies the policies, procedures, rules, and regulations pertaining to the governance of the Assembly and its members.

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# IACBE BYLAWS

## Article I – Name

The name of the organization is:

The International Accreditation Council for Business Education, hereinafter referred to as “the Assembly” and/or “the IACBE.”

## Article II –Broad-Based Goals, and Scope of Accreditation of the IACBE

### Section A. Broad-Based Goals

The broad-based goals of the IACBE are:

1. To provide a forum for promoting excellence in business education in institutions of higher education throughout the world;
2. To develop and promulgate accreditation principles and processes for advancing academic quality and excellence in business education;
3. To promote continuous improvement in business programs through outcomes assessment and other quality assurance processes, thereby benefiting our members, higher education, and the public;
4. To establish continuing relationships with individuals and groups who are interested in promoting excellence in business education, including business and industry, government agencies, professional associations, and other organizations throughout the world;
5. To promote innovation and creativity in teaching and learning through sharing of best practices in business education and assisting in the professional development of business educators;
6. To serve as a resource for member academic business units and the public regarding issues in business education and accreditation;
7. To provide beneficial services to member academic business units;
8. To assist academic business units in benchmarking through sharing best practices in business education, and providing research and information;
9. To facilitate the globalization of business education by promoting awareness, understanding, and cooperation among academic business units worldwide;
10. To promote ethical practices in business and business education.

### Section B. Scope of Accreditation

The IACBE accredits business programs that lead to degrees at the associate, bachelor’s, master’s, and doctoral levels in institutions of higher education worldwide that grant degrees at the associate’s bachelor’s master’s and doctoral levels.

## **Article III – Functions of the IACBE**

In furtherance of its goals, but not in limitation thereof, the IACBE shall engage in any lawful activities. The IACBE shall work to advance the academic quality of business and business-related programs through its accreditation services.

## **Article IV – Membership of the IACBE**

The official membership list of the IACBE and the list of primary representatives and alternates will be maintained at the headquarters of the IACBE.

### **Section A. Academic Business Unit Membership**

1. Any academic business unit whose parent institution grants business degrees at the associate's, bachelor's, master's, or doctoral level may apply for academic business unit membership. The three categories of Academic Business Unit membership are:
  - a. Educational Member;
  - b. Candidate for Accreditation;
  - c. Accredited Member.

Membership does not imply accreditation. These categories will be defined in the Accreditation Process Manual.

2. Academic Business Unit members will designate a primary representative to the IACBE who is the person eligible to vote on behalf of the academic business unit on IACBE matters. Each member in this category has one vote.
3. Each Academic Business Unit member will also designate an “alternate” to the primary representative who can act on his or her behalf when the primary representative is incapacitated.

### **Section B. Other Categories of Membership**

1. Individual Membership. Membership may be granted to those individuals who serve as administrators or faculty in institutions of higher education not holding Academic Business Unit membership in the Assembly or who represent other higher education organizations supportive of the mission and goals of the Assembly. Individual members have no vote in the Assembly.
2. Honorary Membership. Membership may be granted to individuals with superior professional qualifications who are supportive of the mission and goals of the Assembly. Honorary members have no vote in the Assembly.
3. The Board of Directors may from time to time provide for other membership categories. Members of these categories will have no vote in the Assembly.

## **Section C. Jurisdictional Matters on Membership**

Eligibility for membership by separate units of a multi-unit campus, as well as other issues pertaining to memberships not otherwise covered by these bylaws, will be determined by the Board of Directors.

## **Section D. Revocation of Membership**

Members failing to pay their annual membership dues for the current year by February 1 of that year may have their membership revoked under provisions of Article V.

## **Article V – Dues, Fees, Assessment, and Fiscal Year of the IACBE**

### **Section A. Annual Dues**

1. The annual dues for all membership categories shall be established by the Board of Directors. The annual dues are payable upon making application to the IACBE and annually thereafter.
2. Applicants paying annual dues but not approved for membership will receive a refund.
3. Notice of non-payment of dues shall be sent to delinquent members.
4. Annual membership dues for the ensuing year are payable by December 15. Membership dues for the ensuing year, paid after December 15, are considered delinquent.
5. The membership year commences on January 1 of each year and ends December 31. Notice of non-payment of membership dues shall be sent to delinquent members.

### **Section B. Fees**

Fees for services, such as workshops, mentoring, accreditation applications and visits, publications, and other similar activities shall be established by the Board of Directors.

### **Section C. Assessments**

If the Board of Directors determines that an assessment for a particular purpose is necessary, it will bring the matter before the Academic Business Unit members of the IACBE at the annual conference or by electronic vote. A two-thirds vote of those Academic Business Unit members present at the conference or participating in the electronic vote is required for an assessment to be approved.

### **Section D. Fiscal Year**

The fiscal year of the Assembly shall be January 1 through December 31.

## **Article VI – Governance of the IACBE**

### **Section A. Board of Directors**

1. Composition. The Board of Directors shall be composed of the five officers of the board, an elected board member from each of the regions as defined by the Board of Directors, and two Academic Business Unit members-at-large. At the time of election, all of the aforementioned board members

must be from IACBE-accredited Academic Business Units that are in good standing with the IACBE. The Assembly may also elect up to seven public members to serve on the Board of Directors.

Note: An Academic Business Unit is in good standing with the IACBE if and only if (1) it is current with its membership dues, (2) it has received no sanctions from the Board of Commissioners, and (3) its public notification of accreditation and public disclosure of student achievement results on its website are current and accurate.

No member of the Board of Directors shall serve concurrently on the Board of Commissioners.

2. Powers and Duties. The Board of Directors shall have such powers as are necessary and appropriate for the general oversight of the affairs of the Assembly.
3. Terms of Office
  - a. Regional Directors and At-large Directors are elected for three-year staggered terms by the Academic Business Unit members of the IACBE at the annual conference. Directors may not serve more than two consecutive terms on the board.
  - b. The Secretary and Treasurer of the Board are elected for three-year terms and may not serve more than two consecutive terms on the board.
  - c. The Vice Chair is elected biannually for a six-year term, and serves two years as Vice Chair, a second two years as Chair, and a third two years as Past Chair.
  - d. Public Directors may serve two consecutive five-year terms.
  - e. All newly elected Directors shall take office upon their election by the Assembly or when appointed by the Board of Directors to fill a vacant position.
  - f. When a director or officer is unable to complete his or her term of office, the Board of Directors will appoint a replacement member to the Board for the balance of the term.

## **Section B. Officers of the Board of Directors**

The officers of the Board of Directors are: Chair, Vice-Chair, Treasurer, Secretary, and the immediate Past Chair of the Board of Directors.

## **Section C. Duties of Officers**

1. Chair. The Chair shall preside over all meetings of the Board of Directors, the Executive Committee of the Board, and the annual conference. The Chair shall perform all other duties pertaining to this office. The Chair shall have signatory authority on Assembly checks.
2. Vice-Chair. The Vice-Chair shall serve as Vice-Chair of the Board, as program chair for the annual conference of the IACBE, as Chair-Elect of the Board, and as coordinator of the regional assemblies.
3. Treasurer. The Treasurer shall be responsible for oversight of the Assembly's funds. The Treasurer shall present a report based on the past fiscal year to the Assembly at each annual meeting or at any other time a report may be requested by the Executive Committee or by the Board of Directors. The

Treasurer shall perform all other duties pertaining to this office, including the preparation of the annual budget. The Treasurer shall have signatory authority on Assembly checks.

4. Secretary. The Secretary or designee shall take the minutes of the meetings of the Board of Directors and the Executive Committee.
5. Immediate Past Chair. The Immediate Past Chair provides continuity for IACBE initiatives and handles other matters as assigned by the board.

#### **Section D. Executive Committee**

1. The Executive Committee of the Board of Directors shall be composed of the Chair, the other four officers of the board, and the President of the Assembly, who is a non-voting, ex-officio member of the board and the Executive Committee.
2. The Executive Committee shall have the authority to act for the Board of Directors as authorized by the Board of Directors.

#### **Section E. Board Committees**

1. Establishment. The Board of Directors shall establish committees and task forces as needed to conduct business on behalf of the Assembly. Two types of committees may be established: standing committees that have a continuing purpose, and ad hoc committees that are established to serve a specific purpose and will be discontinued once the purpose is completed.
2. Appointment. The Board Chair may seek the advice and solicitation of names from the Board of Directors and the Chair of each Regional Council in the appointment of vacancies on all committees. As determined by the Board Chair, appointments may be made without such consultation.

### **Article VII – Board of Commissioners of the IACBE**

#### **Section A. Powers**

The Board of Commissioners shall exercise the following powers:

1. Determine the accreditation status of the business programs of Academic Business Unit members. A member of the Board of Commissioners shall not take part in the accreditation review of the programs in his/her Academic Business Unit.
2. Recommend changes in the IACBE's Accreditation Principles where appropriate. Any such changes in the Accreditation Principles must be approved by the Academic Business Unit members of the IACBE. Changes in the descriptions, self-study guidelines, tables, definitions, processes, or other items relating to the Accreditation Principles may be approved and implemented by the Board of Commissioners as necessary.
3. Re-evaluate the programs of accredited members as necessary.
4. Exercise such other incidental powers as are reasonable and necessary to carry out the functions of the Board of Commissioners.

## **Section B. Organization and Composition**

1. The Board of Commissioners is the independent accreditation decision-making body of the IACBE.
2. Members of the Board of Commissioners shall be elected by the voting membership of the IACBE. The Board of Commissioners shall be composed of at least ten commissioners from the accredited members of the IACBE and at least one member to represent the general public. The Board of Commissioners will develop its own internal procedures, including the election of a Chair and Vice Chair. No member of the Board of Commissioners shall serve concurrently on the Board of Directors. The Board of Commissioners will appoint an ex-officio, non-voting Secretary of the Board.
3. The Chair of the Board of Commissioners will be allowed to engage in discussion and vote on motions. The chair will not make motions when acting as chair, but if the chair has passed the gavel, then he/she will be able to make motions.

## **Section C. Changes**

Any commissioner whose Academic Business Unit is withdrawn from the Assembly shall immediately, upon such withdrawal, be removed from office. Any commissioner who changes positions or institutions must have his or her continued eligibility as a commissioner reviewed by the Board of Directors, which will determine whether he or she will be reaffirmed as a commissioner or removed from office.

## **Section D. Terms of Office**

1. Commissioners shall be elected to staggered terms of three years.
2. All newly-elected Commissioners shall take office upon their election by the Assembly or when appointed by the Board of Commissioners to fill a vacant position.
3. Commissioners may not serve for more than two full consecutive terms. The time spent in filling a partial term created by removal or vacancy shall not count toward the two-term limitation. A former commissioner may be re-elected to the Board of Commissioners for an additional term if agreed upon by the sitting Board of Commissioners and the president of the IACBE.

When a vacancy on the Board of Commissioners occurs for any reason other than completion of a term of office, the Board of Commissioners will appoint a replacement for the balance of the term.

## **Article VIII – Board Elections**

### **Section A. Nominating Committees**

Each year by October 1, nominating committees shall be created for the Board of Directors and for the Board of Commissioners.

1. The Board of Directors Nominating Committee shall consist of the Chair of the Board of Directors, who serves as Chair of the Nominating Committee; the Vice-Chair of the Board of Directors; and three individuals selected from current IACBE-accredited Academic Business Units in good standing.
2. The Nominating Committee for the Board of Commissioners shall consist of the Chair of the Board of Commissioners, who serves as Chair of the Board of Commissioners Nominating Committee; the Vice-Chair of the Board of Commissioners; and three individuals selected from current IACBE-

accredited Academic Business Units in good standing.

3. The nominating committees will determine the slate of officers to be presented to the Assembly for a vote during the annual meeting.

### **Section B. Recall of Directors and Commissioners**

1. The Board of Directors, by majority vote, shall have the power to declare vacant any position on the Board of Directors when a director is unable for any reason to act effectively, or is otherwise disqualified under the IACBE bylaws.
2. The Board of Commissioners, by majority vote, shall have the power to remove a commissioner. A majority vote of the Board of Commissioners is required to remove a commissioner.

## **Article IX – Meetings**

### **Section A. Annual Meeting**

The annual meeting of the Assembly shall be held during its annual conference. The Board of Directors will designate a conference date and site that are in the best interests of the Assembly. An appropriate conference registration fee will be determined by the Board of Directors.

### **Section B. Board of Directors Meetings**

1. The Board of Directors shall meet at least twice per year, at the annual meeting and in the fall. A special meeting of the board shall be held upon written request to the Chair by six or more members of the Board of Directors or by the President.
2. The board may conduct business by mail, fax, telephone conference, e-mail, or other electronic means or by face-to-face meetings. In the event of a vote by mail, fax, telephone conference, e-mail, or other electronic means, the majority vote of all members of the board shall be required to approve an action. In the case of face-to-face meetings, the majority vote of all board members present shall be required to approve an action. The President shall call board meetings to be held at least semi-annually, the time and place to be designated by the President, with the approval of the Board of Directors. If the President is unable or unwilling to convene the board, with ten days written notice by certified mail return receipt requested, a majority of the voting members of the board may call for board business to be conducted by a face-to-face meeting, mail, fax, telephone conference, e-mail, or other electronic means.

### **Section C. Executive Committee Meetings**

The Executive Committee of the Board of Directors shall meet as needed and, in addition, may meet, either in person or virtually, at the request of the Chair or the President. All official actions of the Executive Committee must be ratified by the Board of Directors at its next meeting. Minutes of all Executive Committee meetings will be forwarded to the full board.

### **Section D. Board of Commissioners Meetings**

The Board of Commissioners shall meet at the annual conference and more often as deemed necessary by the Chair of the Board of Commissioners or the President.

## **Section E. Quorum**

A majority of the members of the Board of Directors and a majority of the members of the Board of Commissioners shall constitute a quorum for purposes of conducting business. A quorum of any meeting of the Assembly or its Regional Assemblies shall consist of a majority of the members in attendance

## **Article X – President of the IACBE**

### **Section A. Responsibilities**

The President shall be the chief executive officer of the IACBE, with responsibility for carrying out the policies and procedures of the Assembly as promulgated by the Board of Directors and the Board of Commissioners and for directing the overall operations of the IACBE.

### **Section B. Appointment**

The President shall be appointed at the pleasure of the Board of Directors and shall be subject to annual review by the Board of Directors for purposes of continuation of employment and compensation for the ensuing year.

### **Section C. Activity**

The President shall be a non-voting, ex-officio member of the Board of Directors, the Executive Committee, board-appointed committees, and the nominating committees.

## **Article XI – Rules of Order**

### **Section A. Parliamentary Authority**

The meetings of the Assembly, the Board of Directors, the Board of Commissioners, and the committees of the Assembly shall be governed by Robert’s Rules of Order (latest version) in all cases where said rules do not conflict with the bylaws of the Assembly.

### **Section B. Bylaws Changes**

The bylaws of the Assembly may be amended by a recommendation of the Board of Directors, provided written notice of the proposed amendment is sent to all primary representatives of Academic Business Unit members of the IACBE at least four weeks before the vote. Changes to the bylaws must be approved by two-thirds of the Academic Business Unit members voting, at the annual meeting or electronically. Any member of the IACBE can recommend bylaw changes to the Board of Directors.

## **Article XII – Regional Assemblies**

To advance its mission and goals, the Assembly authorizes the establishment of regional assemblies, which shall operate under the authority of the Board of Directors of the Assembly and in accordance with the bylaws of the IACBE. The Board of Directors, in consultation with the President, will define the number of regions and their geographic boundaries. The operation, membership, and legal structure of the Regional Assemblies is contained in the Regional Assembly Handbook.

## **Article XIII – Dissolution of the Assembly**

### **Section A. Procedure**

Upon the recommendation of the Board of Directors, the Assembly may be dissolved by a two-thirds vote of the Academic Business Unit members of the Assembly.

### **Section B. Disposition of Assets**

In the event that the Assembly should ever be dissolved and thereby cease to exist, the Board of Directors shall have the power and is hereby authorized to dispose of, for cash, all property and securities belonging to the Assembly. The amount of such cash, less necessary expenses, shall be added to any existing bank balance. The total sum shall, at the discretion of the Board of Directors holding office at the time of dissolution, be spent for an educational project in the field of collegiate business education; this action will take place within approximately one year from the date of dissolution.