



## Bylaws

# International Council on Hotel, Restaurant & Intuitional Education

## ARTICLE I

### NAME

The name of the organization shall be the International Council on Hotel, Restaurant, and Institutional Education hereafter referred to as ICHRIE.

## ARTICLE II

### OBJECTIVES

The objectives of ICHRIE, organized as a 501(c)(3) non-profit corporation shall be to foster the advancement of teaching, learning, research, and practice in the fields of hospitality and tourism; to encourage the assessment and enhancement of quality hospitality and tourism education; and to extend knowledge pertaining to hospitality and tourism education.

## ARTICLE III

### MEMBERS

#### Section 1. Member Categories

There shall be four categories of members: individuals, educational organizations, (and) corporate/institutional members, and honorary/complimentary members.

- A. Individual members shall be persons who are interested in hospitality and/or tourism, and support the objectives of ICHRIE, and pay dues.
- B. Educational organization members shall be educational institutions that have an interest in or offer hospitality and/or tourism programs, support the objectives of ICHRIE, and pay dues.
- C. Corporate/institutional members shall be businesses/companies, governmental agencies, associations and other organizations that have an interest in hospitality and/or tourism, support the objectives of ICHRIE, and pay dues.
- D. Honorary/complimentary members (as determined by the ICHRIE Board of Directors) shall be persons who are interested in hospitality and/or tourism, support the objectives of ICHRIE, and do not pay dues and shall have none of the obligations, including the right to vote.

## **Section 2. Application for Membership**

- A. Individuals, educational organizations, and corporations/institutions shall apply for membership in accordance with the policies of the Board of Directors.
- B. Honorary/complimentary membership may be offered to individuals who have provided ICHRIE with exemplary service or have demonstrated a unique commitment to hospitality and/or tourism. Nominations for such membership may come from any ICHRIE member, but must be approved by the ICHRIE Board of Directors.

## **Section 3. Membership Dues**

- A. Annual dues shall be established by the Membership Committee, in consultation with the Finance Committee and approved by the Board of Directors.
- B. Membership Year. The membership year shall be January 1 through December 31.

# **ARTICLE IV**

## **FEDERATIONS**

### **Section 1. Definition of Federations**

Federations shall be components of ICHRIE, which are organized to operate within a designated geographical boundary over which the Federation has jurisdiction in accordance with authorization from the Board of Directors. All ICHRIE members with membership mailing addresses within the boundaries of the Federation shall be considered members of the Federation. A portion of the dues—determined by the Board of Directors—collected from ICHRIE members with membership mailing addresses within the geographical boundaries of the Federation will be allocated for the Federation’s use.

With the passage of these Bylaws, the following Federations will continue as currently constituted: (A) Asia Pacific, (B) Central, (C) EuroCHRIE, (D) NENA, (E) Southeast, Central & South American, and (F) West.

- A. Asia Pacific CHRIE includes Asia, Australia, New Zealand and the South Pacific.
- B. Central Federation includes the following states from the United States: North Dakota, Minnesota, Wisconsin, Michigan, Ohio, Indiana, Illinois, Iowa, South Dakota, Nebraska, Kansas, Missouri, Oklahoma, and Arkansas.
- C. EuroCHRIE includes Europe, Africa and the Middle East.
- D. North Eastern North American Federation (NENA) includes the following states from the United States: Maine, Vermont, New Hampshire, Massachusetts, Rhode Island, Connecticut, New York, Pennsylvania, New Jersey, Delaware, West Virginia, Virginia, Maryland; and the Canadian provinces of Nova Scotia, New Brunswick, Prince Edward Island, Newfoundland/Labrador, Quebec and Ontario.
- E. Southeast, Central & South American Federation (SECSA) includes the following states from the United States: Kentucky, Tennessee, North Carolina, South Carolina, Georgia,

Florida, Alabama, Mississippi, Louisiana; the Caribbean, Mexico and countries from Central and South America.

- F. West Federation includes the following states from the United States: Alaska, Hawaii, Washington, Oregon, California, Arizona, Nevada, Utah, Idaho, Montana, Wyoming, Colorado, New Mexico, Texas; and the Canadian provinces of Alberta, British Columbia, Manitoba, Saskatchewan, Yukon, and the Northwest Territories.

## **Section 2. Federation Authority**

Federations shall be granted maximum autonomy compatible with the requirements for unified action in accomplishment of ICHRIE objectives. Federations shall develop their own Bylaws provided that they do not conflict with ICHRIE Bylaws or Standing Rules. To ensure alignment with these Bylaws, the Federation Bylaws must be submitted to the ICHRIE Bylaws Committee for review prior to voting by their respective federation members. With the passing of these Bylaws, Federations are directed to create/revise their Bylaws to reflect the general structure of these Bylaws, including the leadership positions of elected officers (president, vice-president, past president, secretary and treasurer). Federations are encouraged but not required to offer and maintain the other leadership positions and committees as detailed herein. Federations may create leadership positions and committees other than what is listed in these Bylaws. Each Federation shall have a representative on the ICHRIE Board of Directors.

## **Section 3. Formation of Chapters within Federations**

Federations shall have the authority, in accordance with ICHRIE Bylaws and within their individual Federation Bylaws to approve the creation of Chapters within the individual Federation. Their Bylaws will regulate such creation and operation of Chapters for that Federation. Any funding for the Chapters would be at the direction and discretion of the Federation. There would be no additional Chapter funding from ICHRIE.

## **Section 4. Formation of Federations**

Any group of at least one-hundred (100) ICHRIE members from a minimum of twenty (20) educational organizations and/or corporate/institutional members whose mailing addresses lie within the designated geographical boundaries of the proposed Federation may petition the Board of Directors to form and operate a Federation so long as they represent at least ten (10) percent of the total membership of ICHRIE at the time of submitting the petition. Each petition shall contain the following:

- A. Proposed name of the Federation;
- B. Names, addresses, and telephone numbers of proposed officers;
- C. Description of proposed geographical boundaries;
- D. Goals of the new Federation in realizing the objectives of ICHRIE and the ways in which the Federation structure will further the objectives of ICHRIE and service to its membership beyond what is or could be done through the existing structure;

- E. Agreement of an affirmative vote of two-thirds (2/3) of the members responding when the voting takes place of an existing Federation(s) if the geographical areas of the proposed new Federation includes the territory of existing Federation(s);
- F. A categorical numerical analysis of ICHRIE members in the proposed geographical area; and
- G. Personal signatures of at least one-hundred (100) or more ICHRIE members from a minimum of twenty (20) educational organizations and/or corporate/institutional members within the designated geographical boundaries of the proposed Federation.

## **Section 5. Federation Maintenance**

- A. A Federation's acceptance of its Charter shall constitute acceptance of the objectives of ICHRIE, as described in Article II, and agreement to: maintain a roster of one-hundred (100) or more ICHRIE members from a minimum of twenty (20) educational organizations and/or corporate/institutional members;
- B. Schedule a minimum of one (1) meeting or activity per year;
- C. Forward at least four (4) communications to Federation members each year;
- D. Submits a written annual report that summarizes activities during the previous year and plans for the next year;
- E. Conduct its financial affairs in accordance with the policies and procedures established by the ICHRIE Board of Directors; and ICHRIE Bylaws 2011 Page 4
- F. Operate in accordance with the requirements imposed upon an organization exempt from Federal Income Tax under Section 501(c)(3) the Internal Revenue Code of 1954 or the corresponding provisions of any future Internal Revenue Code.

## **Section 6. Loss of Federation Charter**

Each Federation's Charter shall remain in full force unless a Federation fails to adhere to the requirements of Article IV and Section 5.

## **Section 7. Revocation of Federation Charter**

The Board of Directors shall revoke a Chapter or Federation's Charter if the Board determines that a Federation fails to or refuses to comply with the Federation Charter, and/or ICHRIE Bylaws. The procedures for revoking a Charter shall be as follows:

- A. Upon a written, signed request from an ICHRIE member, the President of ICHRIE shall make an inquiry for the purpose of determining whether there is reasonable basis to believe that the Federation Charter should be revoked. Requests shall be directed to the Chief Executive Officer at the ICHRIE office.
- B. The President of ICHRIE shall appoint a Committee of Inquiry, consisting of five individuals, at least three of which must be members of the Board of Directors. A finding by the majority of the Committee shall be the finding of the Committee.
- C. The Committee shall review the written request. If the Committee finds that the written request does not state allegations that, if sustained, would constitute a violation of the

objectives and Bylaws of ICHRIE, it shall so notify the President of ICHRIE, who shall notify the originator of the request.

- D. If the Committee finds that the written request does state allegations which, if sustained, would constitute a violation of the objectives or Bylaws of ICHRIE, it shall make inquiries of the Federation and may make inquiries of any individual who may have knowledge of pertinent facts and circumstances.
- E. On the basis of these inquiries, the Committee shall determine whether there is or is not sufficient evidence to support the allegations in the request. The Committee shall notify the President of ICHRIE of its determination, and the President of ICHRIE shall thereafter notify the Federation, and the originator of the request.
- F. The Federation, and the originator of the request will have thirty days to provide a written explanation of the allegations to the ICHRIE Board of Directors.
- G. The Board of Directors of ICHRIE shall review the findings and explanation and within forty-five days take any action it deems appropriate. The action of the Board of Directors of ICHRIE shall immediately be communicated to the officers of the Federation, by Certified Mail, Return Receipt Requested. In the event that the Charter is revoked, the Federation will cease to have the right to use the name, ICHRIE logo, official name and acronym.

## **ARTICLE V**

### **OFFICERS**

#### **Section 1. Elected Officers**

The elected officers of ICHRIE shall be the Immediate Past President, President, Vice President, Secretary, and Treasurer, all of who are members of the Board of Directors. The elected officers shall constitute the Executive Committee and shall act in the absence of the Board. The Chief Executive Officer (hired by ICHRIE) shall be an ex officio member of the Executive Committee, without vote. The actions of the Executive Committee shall be subject to ratification by the full Board of Directors.

#### **Section 2. Other Members of the Board**

The Board of Directors shall also include the following elected members: the Director of Education, Director of Research, Director of Marketing, Director of Networking, Director of Conferences, Director of Industry Services, and the Director of Member Services and Development. The Federation Presidents shall be ex officio members, with vote, of the Board; the CEO shall be an ex officio member, without vote, of the Board. From time to time, the President may appoint one (1) Advisor to the Board to serve on the board in a renewable, non-voting capacity for a term of up to one year.

### Section 3. Qualifications

- A. Eligibility for Immediate Past President: To be eligible for the office of ICHRIE Immediate Past President a member shall have served as President of ICHRIE during the previous year.
- B. Eligibility for President: To be eligible for the office of ICHRIE President a member shall have served as Vice President of ICHRIE during the previous year.
- C. Eligibility for Vice President: To be eligible for the office of ICHRIE Vice President a member shall:
  - 1. Have been a member of ICHRIE for a minimum of three years;
  - 2. Have served as a member of the ICHRIE Board or as federation officer;
  - 3. Supply a letter of support from their institution of employment for a three-year commitment to attend at least four meetings a year.
- D. Eligibility for the Office of Secretary: To be eligible for the office of Secretary, a member shall:
  - 1. Have been a member of ICHRIE for a minimum of three years;
  - 2. Have served as a member of the ICHRIE Board or as federation officer;
  - 3. Supply a letter of support from their institution of employment for a two-year commitment to attend at least four meetings a year.
- E. Eligibility for the Office of Treasurer: To be eligible for the Office of Treasurer, a member shall:
  - 1. Have been a member of ICHRIE for a minimum of three years;
  - 2. Have served as a member of the ICHRIE Board or as federation officer;
  - 3. Supply a letter of support from their institution of employment for a two-year commitment to attend at least four meetings a year;
  - 4. Have actively served as a member of the Finance Committee for two years.
- F. Eligibility for the Office of Director: To be eligible for the Office of Director, a member shall:
  - 1. Has been a member of ICHRIE for a minimum of three years.
  - 2. Have actively served on an ICHRIE committee or have been an officer of an ICHRIE federation.
  - 3. Supply a letter of support from their institution of employment for a two-year commitment to attend at least two board meetings a year.
- G. Eligibility for the Office of Director of Research: To be eligible for the Office of Director of Research, a member shall:
  - 1. Has been a member of ICHRIE for a minimum of three years.
  - 2. Have publication experience, but not currently serving as an editor of an ICHRIE publication;
  - 3. Supply a letter of support from their institution of employment for a two-year commitment to attend at least two board meetings a year.
- H. Eligibility for Advisor to the Board, a member shall:
  - 1. Have no pre-conditions for qualification, as this is a presidential appointment.

#### **Section 4. Responsibilities**

The Board of Directors shall formulate policies, oversee elections, review and monitor operating budgets, receive and act on committee reports, employ and evaluate the Chief Executive Officer, and otherwise manage the business and property of ICHRIE.

#### **Section 5. Terms of Office**

The President, Vice President and Immediate Past President shall each serve for one-year non-renewable terms. The Secretary and Treasurer shall each serve for a two-year renewable term, not to exceed two consecutive terms. All the elected members of the Board of Directors shall be elected by a majority vote of the general membership voting. The Directors of Education, Marketing, Member Services and Development, Networking, Conferences, and Research shall serve for staggered two-year terms, to be determined by the Nominating Committee. Elected to office by the general membership, these Directors may be re-elected not to exceed two consecutive terms. Federation Presidents shall serve on the Board of Directors so long as they are Federation Presidents. The Director of Industry Services shall be elected by a majority vote of current industry members to serve for a two-year term; the Director of Industry Services can be reelected for a second term. A presidentially appointed Advisor to the Board may serve a renewable term of up to one year.

#### **Section 6. President**

The President shall lead the organization in accomplishing its objectives, preside over all meetings of the Executive Committee and Board of Directors, may appoint a Parliamentarian; appoint all ad hoc Committees; appoint additional voting members to standing committees not to exceed the number of elected members on the committee; name individuals to all non-elected leadership positions; present a report on the status and progress of ICHRIE at the Annual Meeting, and succeed the current Immediate Past President at the termination of the Immediate Past President's term. The President serves as an ex-officio member of all committees, except the Nominating Committee. The President may delegate the responsibilities to the Vice President at his/her discretion if the Immediate Past President is unable to fulfill the duties, due to absence or disability.

#### **Section 7. Vice President**

The Vice President shall chair the Strategic Planning Committee of Federation Vice Presidents and presidential appointees and serve as liaison with the Eta Sigma Delta honor society's Board of Governors. The Vice President will succeed the current President at the termination of the President's term in office. The Vice President shall act for the President in his/her absence or disability.

## **Section 8. Secretary**

In cooperation with ICHRIE staff, the Secretary shall keep the minutes of all Board meetings, Executive Committee meetings, and all business meetings of ICHRIE. In the absence of the Chief Executive Officer, the Secretary shall oversee the membership records, provide for mailings to the membership, and keep other ICHRIE records as appropriate. The Secretary shall chair the Bylaws Committee consisting of Federation Secretaries and Presidential appointees.

## **Section 9. Treasurer**

In cooperation with ICHRIE staff, the Treasurer shall oversee the preparation of the annual budget and the annual audit, and report on the financial status of the organization at each Board meeting. In the absence of the Chief Executive Officer, the Treasurer shall provide for the collection of all dues and debts owed to ICHRIE, arrange for operating and special appropriate accounts, and sign checks on these accounts. The Treasurer shall chair the Finance Committee. The Finance Committee shall consist of Federation Treasurers, the Chair of the FutureFund™ Committee, and appointees of the President.

## **Section 10. Immediate Past President**

The Immediate Past President shall chair the Awards Committee, the Nominating Committee, and the Past Presidents Council. The Immediate Past President will also serve as a resource person to the President in conducting the business of ICHRIE.

## **Section 11. Chief Executive Officer**

The Chief Executive Officer shall serve as an ex-officio, non-voting member of the Executive Committee and the Board of Directors. The Chief Executive Officer shall conduct the business at Headquarters. The CEO shall serve as the Chief Executive Officer and shall be employed by ICHRIE and reports to the President and Vice President, has a reporting relationship to the Executive Committee and a working relationship with the Board of Directors (see Administrative Operations in Article XI).

## **Section 12. Director of Education**

The Director of Education shall chair the Education Committee. Sub committees of the Education Committee include the Professional Development Committees. The Education Committee shall consist of the Federation Directors of Education, and the Chair of the Professional Development Committee as well as appointees of the President.

## **Section 13. Federation Presidents**

The primary responsibilities of the Federation Presidents shall be to support the purposes of ICHRIE and to accurately represent the interests and concerns of their Federations at the meetings of the Board of Directors. Each Federation will determine other specific duties.



#### **Section 14. Chair of the CHRIE FutureFund™ Committee**

In cooperation with the ICHRIE staff, the Chair of the CHRIE FutureFund™ Committee shall lead the CHRIE FutureFund™ Committee in the raising of monies for the CHRIE FutureFund™, an endowment fund of ICHRIE. The CHRIE FutureFund™ Committee Chair shall work under the Treasurer and the Chief Executive Officer to align the CHRIE FutureFund™ Committee work with overall ICHRIE fundraising efforts.

#### **Section 15. Director of Industry Services**

The Director of Industry Services shall represent the interests of industry at the meetings of the Board of Directors. The Director of Industry Services shall chair a committee of Federations Directors of Industry Services and appointees of the President. The industry members of ICHRIE shall select the Director of Industry Services.

#### **Section 16. Director of Marketing**

In cooperation with ICHRIE staff, the Director of Marketing shall represent ICHRIE to outside associations, organizations, and governments, giving ICHRIE visibility and credibility within the global service industry. The Director of Marketing shall work cooperatively with the Director of Education, the Director of Membership and the Treasurer, and will chair the Marketing Committee. The directors of conferences, networking, and marketing are encouraged to coordinate their related activities.

#### **Section 17. Director of Member Services and Development**

In cooperation with ICHRIE staff, the Director of Membership shall develop programs and processes including the CHRIE Communiqué and the website to foster and maintain excellence in membership services, plan for the recruitment and retention of members, and lead the improvement of membership services. The Director of Member Services and Development shall chair the Membership Committee consisting of Federation Directors of Membership and appointees of the President.

#### **Section 18. Director of Networking**

The Director of Networking shall chair the Networking Committee and oversee the Special Interest Group (SIG) Council. The Networking Committee shall include Federation Directors of Networking, the Chair of the SIG Council and appointees of the President. The Director of Networking shall promote networking opportunities for ICHRIE members through the use of website, social media, discussion boards, Special Interest Group activities, and create other opportunities to provide year round networking for the membership. The directors of conferences, networking, and marketing are encouraged to coordinate their related activities.

## **Section 19. Director of Conference**

In cooperation with the ICHRIE staff, the Director of Conferences shall lead all activities related to policy development, marketing, budgeting, and execution of the annual conference. The Director of Conferences shall chair the Conference Committee and coordinate with the Conference Symposium Chair, the Conference Scientific Paper Review Chair, and the host committee. The directors of conferences, networking, and marketing are encouraged to coordinate their related activities.

## **Section 20. Director of Research**

The Director of Research shall chair the Research Committee, which will include the Federations Directors of Research, the Chair of the Editorial board of The Journal of Hospitality and Tourism Research (JHTR), The Chair of the Editorial Board of the Journal of Hospitality Education (JHTE), the Chair of the Editorial Board of the annual publications, Journal of Hospitality and Tourism Cases (JHTC) and ICHRIE Penn State Research Reports and appointees of the president. The Director of Research shall have a comprehension of publications issues for the organization, but shall not be a current editor of an ICHRIE publication.

## **Section 21. Advisor to the Board**

The President may appoint up to one (1) Advisor to the Board for the purposes of completing special projects or other non-traditional business not covered by the existing board positions or committees. The Advisor to the Board will serve as a non-voting member of the board for a term of up to one year. There is no limit to the number of terms an individual may be appointed, or re-appointed, to this position.

# **ARTICLE VI**

## **MEETINGS OF THE BOARD OF DIRECTORS**

### **Section 1. Regular Meetings**

Regular meetings of the Board of Directors – whether in person or electronically supported – shall be held as the Board may determine. The Board of Directors shall meet at least once a year.

### **Section 2. Special Meetings**

Special meetings may be held at such time and place or using appropriate electronic media. A special meeting shall be called by the President upon the request of one third of the members of the Board. Notification of the time, place, and purpose of the special meeting shall be sent to the Board members at least thirty (30) days in advance of the meeting.

### **Section 3. Notice and Agenda**

The Secretary, or at his or her discretion the Chief Executive Officer, shall give adequate notice of all meetings, prepare the agenda for each meeting, and provide a copy of the ICHRIE Bylaws and standing rules for each member of the Board of Directors and other appropriate members.

#### **Section 4. Quorum**

A majority of the Board of Directors, including at least two members of the executive committee, shall constitute a quorum.

### **ARTICLE VII**

#### **ANNUAL MEETING**

##### **Section 1. Notice of the Annual Meeting**

The Board of Directors shall determine the date and place of the Annual Meeting. Notification shall be sent to the membership at least one hundred and twenty (120) days in advance of the meeting. A final notice of the meeting, together with the agenda, shall be mailed or sent electronically by the Chief Executive Officer to all ICHRIE members at least thirty (30) days prior to the date of the meeting.

##### **Section 2. Special Meetings**

With the approval of the Board, the President shall call a special Meeting of the membership at such time and place or using appropriate electronic media as the President may determine. The President shall provide the members with thirty (30) days' notice that shall include information about the time, place, and purpose of the special meeting.

##### **Section 3. Quorum**

The number of persons who attend the Annual Meeting shall constitute a quorum for the transaction of business.

### **ARTICLE VIII**

#### **NOMINATIONS AND ELECTIONS**

##### **Section 1. Nominating Committee**

The Nominating Committee shall consist of eleven members, six of who are the Federation Immediate Past Presidents, four of who shall be elected from the general membership, and the ICHRIE Immediate Past President, who will chair the committee. The Federation Immediate Past Presidents shall serve concurrent with their term of office. The four elected positions will consist of two members from 4-year institutions and two members from 2-year institutions, will each serve for two years, renewable but not to exceed two consecutive terms, and will serve in staggered terms (one 4-year and one 2-year position elected each year). As Chair of the

Nominating Committee, the ICHRIE Immediate Past President shall vote only in the case of a tie. The Nominating Committee shall present to the membership a slate for all elected positions at least one hundred and fifty (150) days prior to the Annual Meeting.

## **Section 2. Nomination of Candidates**

Candidates shall be submitted each year for the position of Vice President and every other year for the positions of Secretary and Treasurer. Candidates will be presented in staggered terms for the Director of Education, Director of Member Services and Development, Director of Marketing, Director of Networking, Director of Conferences, and the Director of Research. At least two persons will be presented for each position.

## **Section 3. Other Nominations**

Nominations for any position, in addition to those proposed by the Nominating Committee, may be placed on the ballot by means of a written petition, electronic means of communication, or letters of nomination signed by at least 5% of the membership at least one hundred twenty (120) days prior to the Annual Meeting.

## **Section 4. Eligibility to Vote**

All ICHRIE members, except honorary/complimentary members, shall be entitled to vote for all elected ICHRIE positions.

## **Section 5. Timetable for Elections**

Elections shall be conducted by mail, or appropriate electronic media, with ballots mailed at least one hundred twenty days (120) prior to the Annual Meeting; ballots will be collected up until seventy-five (75) days prior to the Annual Meeting. An election shall require the affirmative vote of a majority of members voting. In the case of a tie vote, a run off election shall be held with ballots distributed at least sixty (60) days prior to the Annual Meeting, and they will be collected up until thirty (30) days prior to the Annual Meeting. Should the second ballot yield a tie vote, the Board of Directors shall break the tie by a majority vote of Board members.

## **Section 6. Vacancies**

When a vacancy occurs in the office of Immediate Past President, the President will assume those duties in addition to the duties of his/her own office until the next election. When a vacancy occurs in the office of President, the Vice President assumes those duties in addition to the duties of his/her own office until the next election. When a vacancy occurs in the office of Vice President, the President, with the consent of the Board may appoint a person to serve until the Nominating Committee presents a slate of candidates for a special election by the membership. When a vacancy occurs in the office of Secretary, Treasurer, elected Nominating Committee member or other officer, the President, with the consent of the Board of Directors, shall appoint a Secretary, Treasurer, Nominating Committee member or appropriate Director pro tem to serve until the next regular election.

## **ARTICLE IX**

### **COMMITTEES**

#### **Section 1. Standing Committees**

The Standing Committees of ICHRIE shall include the Nominating Committee (explained in Article VIII) as well as the Awards Committee, Bylaws Committee, Conference Committee, Education Committee, Finance/Financial Development Committee, CHRIE FutureFund™ Committee, Industry Committee, Marketing Committee, Member Services and Development Committee, Past Presidents Council, Professional Development Committee, Research Committee, Networking Committee, Special Interest Group Council, and Strategic Planning Committee.

#### **Section 2. Terms of Appointment**

Except for the members of the Nominating Committee, Past Presidents Council, and the Conference Committee, and for the chairs who serve as ICHRIE officers, persons shall serve for one to three-year terms on Standing Committees. The officers or directors who serve as chairs of standing committees shall serve concurrent with their term of office. One third of the membership is selected each year. The purpose of this is to rotate ICHRIE members on and off committees, and to ensure that as many ICHRIE members as possible have an opportunity to serve in a leadership role within the organization. With some new committees, it may happen that initial assignments will only be for one year or two, as well as some three-year assignments.

#### **Section 3. Awards Committee**

Chaired by the Immediate Past President, the Awards Committee shall determine the recipients of the annual awards given at the Annual Convention. The Immediate Past President shall appoint the membership of the Committee, at least one member of who shall be a past recipient of an ICHRIE sponsored award.

#### **Section 4. Bylaws Committee**

Chaired by the Secretary, the Bylaws Committee shall review the Bylaws and other procedures of the organization to make sure they are clear, accurate, and consistent. The members of this Committee shall be Federation secretaries and those appointed by the President from among the members of ICHRIE not to exceed the number of elected members on the committee.

#### **Section 5. Conference Committee**

Chaired by the Director of Conferences, the Conference Committee shall work with staff to develop a prototype for site selection, select the site, develop templates for the convention, suggest possible themes, assist in identifying a list of convention speakers, coordinate on site operations, evaluate the convention, develop events development, identify possible sponsors, and monitor the budget for, and promote the Annual Convention. The members of this Committee

shall be the Convention Staff Manager, the ICHRIE Chief Executive Officer, the ICHRIE Conference Scientific Committee Chair, the Symposiums Chair, the local Federation President, and the ICHRIE President.

### **Section 6. Education Committee**

Chaired by the Director of Education, the Education Committee will include the chair of the Professional Development Committee. The Education Committee shall consist of the Federation Directors of Education, the Editor as indicated above and the Chair of the Professional Development Committee as well as appointees of the President. The role of the Committee is to pursue the goals of the association, in relation to its designated area, as stated in ICHRIE's strategic plan.

### **Section 7. Finance/Financial Development Committee**

Chaired by the Treasurer, the Finance Committee shall work with the Chief Executive Officer to prepare the annual budget, review and monitor the financial operation of ICHRIE, ensure an annual audit of ICHRIE finances, and recommend the appointment of outside auditors. The committee shall also with the Chief Executive Officer develop a plan for increasing the financial resources. The members of the committee shall be the Federation Treasurers and those appointed by the President from among members of ICHRIE.

### **Section 8. CHRIE FutureFund™ Committee**

Chaired by an ICHRIE member appointed by the President, The CHRIE FutureFund™ Committee is responsible for raising monies for the CHRIE FutureFund™—an endowment fund of International CHRIE. CHRIE FutureFund™ monies shall be invested in an investment account that is separate from the operating fund of ICHRIE. The Finance Committee shall monitor the investment account and the Board makes disbursements from the account. The members of this committee shall consist of the Treasurer and other members appointed by the President. The Chair of this Committee shall serve as an ex officio member, with vote, of the ICHRIE Board of Directors.

### **Section 9. Industry Committee**

Chaired by the Director of Industry Services, the Industry Committee shall represent the interests of industry, and shall pursue the goals of the association, in relation to its designated area as stated in ICHRIE's strategic plan. The members of this Committee shall consist of Federation Directors of Industry Services and appointees of the President.

### **Section 10. Marketing Committee**

Chaired by the Director of Marketing, the Marketing Committee shall assist the board, CEO and ICHRIE staff in the development and implementation of ongoing marketing plans. The marketing plans should have both long-term and short-term components, and be focused upon promoting the various initiatives of the organization as prioritized by the board. The members of

this Committee shall be Federation Directors of Marketing and those appointed by the President from among the members of ICHRIE not to exceed the number of Federation Directors on the committee.

### **Section 11. Member Services and Development Committee**

Chaired by the Director of Member Services and Development, the Member Services and Development Committee shall work with staff to audit ICHRIE members to identify their expectations and perceptions of services, develop a comprehensive annual plan for delivery of services; identify the best ways to allocate resources to support and improve member services including the website and the Communiqué, and monitor service delivery to encourage consistency and member support. The members of this Committee shall consist of the Federation Directors of Member Services and Development and be appointed by the President from among the members of ICHRIE.

### **Section 12. Networking Committee**

Chaired by the Director of Networking, the Networking Committee shall also include the Special Interest Group (SIG) Council. The Networking Committee shall include Federation Directors of Networking, the Chair of the Conference Committee, the Chair of the SIG Council and appointees of the President. The Networking Committee will promote networking for ICHRIE membership through website, social media, Special Interest Group activities, discussion boards, and create other networking opportunities.

### **Section 13. Past Presidents Council**

Chaired by the Immediate Past President, the Past Presidents Council shall be available to the President as a resource for information and shall complete special projects as assigned. Membership of the committee is automatic and restricted to former Presidents of ICHRIE. As this is a lifetime appointment, annual participation is voluntary yet encouraged.

### **Section 14. Professional Development Committee**

Chaired by a Presidential appointee from the membership, the Professional Development Committee shall work with staff to develop the future leaders of hospitality education through creating programs and processes to foster and maintain excellence in teaching, service, research, and scholarly activities. The members of this Committee—two from secondary schools, two from two-year colleges or equivalent, two from four-year colleges or equivalent—will be appointed by the President. The committee chair operates under the Director Education and is on the Education Committee.

### **Section 15. Research Committee**

Chaired by the Director of Research, the Research Committee, which will include the Federations, Directors of Research, the Chair of the Editorial board of *The Journal of Hospitality and Tourism Research (JHTR)*, *Journal of Hospitality and Tourism Education (JHTE)*, Editors

of the annual publications, *Journal of Hospitality and Tourism Cases (JHTC)* and *ICHRIE Research Reports* and appointees of the President shall plan, oversee and make decisions concerning the publications. The role of the Committee is to pursue the goals of the association, in relation to its designated area, as stated in ICHRIE's strategic plan.

### **Section 16. Strategic Planning Committee**

Chaired by the Vice President, the Strategic Planning Committee shall work with staff to conduct an annual assessment of internal strengths and weaknesses, monitor actual and potential external or environmental influences, develop one-year and five-year plans, and review the organization's progress on its plans each year. The members of this Committee shall consist of the Federation Vice Presidents and appointees of the President.

### **Section 17. Financial Investment Committee**

Chaired by the Treasurer, the Financial Investment Committee oversees the investment of ICHRIE funds and works to ensure such investments are in alignment with ICHRIE's investment policies. The Financial Investment Committee is comprised of the President, Vice-President, and Treasurer of the ICHRIE board as well as a minimum of four ICHRIE members with appropriate investment expertise. The ICHRIE President appoints ICHRIE members serving on the committee. The ICHRIE Chief Executive Officer also participates on this committee in a non-voting capacity to provide continuity in the investment process.

### **Section 18. Ad Hoc Committees**

The President may establish ad hoc committees as appropriate. Each Committee shall have a name, list of members, stated purpose charge, and duration. Ad hoc Committees shall terminate once the charge has been completed, or the President or the Board of Directors as necessary can terminate them.

## **ARTICLE X**

### **SPECIAL INTEREST GROUPS**

#### **Section 1. Purpose**

Special Interest Groups provide ICHRIE members with an opportunity to share information, research, and resources related to a particular facet of hospitality and tourism education.

#### **Section 2. Membership**

All Special Interest Groups are open to all ICHRIE members unless the Board of Directors has otherwise established special membership requirements.

#### **Section 3. Leadership**



A Chair, elected by its membership for three years, shall lead each Special Interest Group. The term of office will take effect at the conclusion of the Summer Annual ICHRIE Convention. Special Interest Groups may appoint/elect other officers as necessary and appropriate to the conduct of their business. The leadership is responsible for scheduling regular activities for the Special Interest Group. Among the activities would be at least one session at the Summer Annual ICHRIE Convention. The leadership will also submit at least an annual report to the ICHRIE Director of Networking for presentation to the ICHRIE Board of Directors. The President, with the approval of the ICHRIE Board may remove inactive Chairs from office.

#### **Section 4. Special Interest Group Council**

All Chairs of Special Interest Groups shall belong to a the Special Interest Group Council that shall meet at the Annual Convention to coordinate efforts of Special Interest Groups and to discuss matters of common concern. A Presidential appointee shall chair the Special Interest Group Council.

#### **Section 5. Establishing New Special Interest Groups**

Any group of twenty-five (25) ICHRIE members may petition the Board of Directors to establish a Special Interest Group. The petition shall contain the name, purpose, membership qualifications, organizational structure and proposed activities of the Special Interest Group.

#### **Section 6. Termination of a Special Interest Group**

Upon review, the Board of Directors may dissolve inactive Special Interest Groups.

### **ARTICLE XI**

#### **Administrative Operations**

##### **Section 1. Headquarters**

The headquarters shall be located at a place to be selected by the Chief Executive Officer and the Board of Directors.

##### **Section 2. Chief Executive Officer**

The conduct of business at Headquarters shall be under the direction of a Chief Executive Officer

- A. Accountability. The Chief Executive Officer shall be employed by ICHRIE and report to the President and Vice President. The Chief Executive Officer shall consult with and be responsible to the President between meetings of the Executive Committee.
- B. Duties. The Chief Executive Officer shall:
  1. Perform duties as established in the personnel policies of ICHRIE, and

2. Perform such other duties as stated in the contract, Bylaws, standing rules, policies established by the Board of Directors or the President.

## **ARTICLE XII**

### **Indemnification**

Any director, officer, employee, or agent of ICHRIE who was or is a party or is threatened to be made a party to any threatened, pending or completed action, suit or proceedings shall be indemnified for all expenses, liabilities actually and reasonable incurred in connection there with to the extent permitted by the geographical jurisdiction of ICHRIE Headquarters.

## **ARTICLE XIII**

### **PARLIAMENTARY AUTHORITY**

#### **Section 1. Parliamentary Authority**

Robert's Rules of Order Newly Revised, current edition, shall govern the conduct of all meetings of the Board of Directors and the Annual Meeting except as otherwise provided in these Bylaws.

#### **Section 2. Transition to New Bylaws**

The ICHRIE Executive Committee will have the authority to make necessary appointments in support of implementation of the newly amended Bylaws for a period not to exceed one (1) year from their ratified amendment by the membership as provided for in Article XIV.

## **ARTICLE XIV**

### **AMENDMENTS TO THE BYLAWS**

#### **Section 1. Amendments**

These Bylaws may be amended, supplemented, modified, or repealed at any duly constituted regular or special meeting of the membership, by an affirmative two-thirds vote of those present or responding, provided that written notice of any proposed change was mailed or sent electronically to the members at least thirty (30) days before the meeting at which the proposed change is acted upon or, in lieu of notice, a written or electronic waiver is secured from each member.

## **ARTICLE XV**

### **RESTRICTIONS ON ACTIVITIES**

#### **Section 1. Compensation**

No part of the net earnings of ICHRIE shall inure to the benefit of, or be distributable to the members, Directors, Officers, or other private persons except that ICHRIE is authorized to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes of the organization as explained above.

#### **Section 2. Purpose**

No substantial part of the activities of ICHRIE shall be the carrying on of propaganda or otherwise attempting to influence legislation, and ICHRIE shall not participate in or intervene in any political campaign on behalf of any candidate for political office.

#### **Section 3. Exempt Status**

ICHRIE shall operate in accordance with the requirements imposed upon an organization exempt from Federal Income Tax under Section 501(c)(3) of the Internal Revenue Code of 1954 or the corresponding provisions of any future Internal Revenue Code and in accord with the provisions of a corporation contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1954 or the corresponding provisions of any future Internal Revenue Codes.

**Adopted by a majority vote of the membership held electronically from February 1, 2018 to March 2, 2018. Formally adopted March 2, 2018.**