ARTICLE I. GENERAL BYLAW CODE

Section 1. Definition of a Bylaw. A Bylaw shall be defined as any set of rules adopted by the Board of Directors for governing the affairs of the Society. A Bylaw shall be considered a definite part of the Society framework and shall carry the full weight of legal and regulatory power.

Section 2. Creation of Bylaws. Bylaws shall be created and put into effect when legislation is approved by the Board of Directors with a two-thirds (2/3) majority vote of a formal quorum.

ARTICLE II. MEMBERSHIP RIGHTS AND PRIVILEGES

Section 1. Members of full status shall be entitled to:
   a. Attend the Annual Meeting;
   b. Vote in all elections;
   c. Participate in the Meeting on the State of the Society;
   d. Vote on matters being decided by poll of all members;
   e. Receive regular Society publications;
   f. Be eligible for office in the Society beginning with the second year of membership; and
   g. Enjoy other rights and privileges accorded to all members.

Section 2. Members of student and emeritus status shall be entitled to all the rights and privileges accorded to members of full status. In addition, members of student and emeritus status shall pay annual membership dues and registration fees at meetings of the Society at half the rate established for members of full status.

Section 3. Institutional Affiliates shall be entitled to participate in Society meetings, receive the Comparative Education Review, and receive the CIES Newsletter.

Section 4. Honorary Fellows shall be exempt from paying conference registration fees.

ARTICLE III. OFFICER DUTIES

Section 1. The President shall:
   a. Represent the Society in keeping with its purpose;
   b. Serve as Chair of the Board of Directors and as Chair of the Executive Committee;
   c. Within 60 days of assuming office, and after consultation with the Executive Committee, appoint or reappoint the members and chairs of standing committees or permit the members of selected committees to designate their own chairs.
   d. Appoint, as needed, an individual to serve as Parliamentarian who will offer advice on parliamentary procedure;
   e. Establish ad hoc committees and appoint chairs of these committees;
   f. Serve as ex officio on Committees other than the Nominating Committee;
g. Preside at the Annual Meeting and give the Presidential Address;

h. Plan the business agendas and conduct the Meeting on the State of the Society at the Annual Meeting;

i. In consultation with the Secretary, authorize those regional meetings, which may be held under Society auspices;

j. Sign or authorize warrants on the Treasurer for disbursements other than those fixed amounts authorized by vote of the Board of Directors or the Executive Committee;

k. Appoint a minimum of three tellers to tally election ballots and count other votes at the Annual Meeting; and

l. Perform other duties consistent with the office.

Section 2. The Immediate Past President shall:

a. Represent the Society in organizations with which the Society is affiliated. In the event that the immediate Past President is unable to carry out this function, the President will appoint another officer or director to represent the Society.

b. Encourage current and past officers of the Society to contribute relevant materials to the Archive and report annually to the Board of Directors on her/his efforts in this regard.

Section 3. The President Elect shall:

a. Perform the duties of the President in the absence or incapacity of the President;

b. Plan and organize the professional program for the Annual Meeting;

c. Perform such other duties on delegation by the President, the Board of directors, or the Executive Committee as shall be mutually agreed upon.

Section 4. The Vice President Shall:

a. Perform the duties of the President Elect in the absence or incapacity of the President Elect;

b. Plan, organize, and present, at least one year in advance, for approval by the Board of Directors, the content and budget of the professional program of the Annual Meeting taking place when the person holds the office of President Elect; and

c. Perform such other duties on delegation by the President, the Board of Directors, or the Executive Committee as shall be mutually agreed upon.

Section 5. The Secretary shall:

a. Ensure that minutes of the Society’s meetings and of its Board of Directors and Executive Committee are taken and, when approved, made available to the Board of Directors, and that they are made part of the Society’s records;

b. Perform other duties consistent with office;

c. Oversee the editing of a triennial newsletter publication known as CIES Perspectives whose production and publication shall be coordinated by the OED.

Section 6. The Treasurer shall:

a. Provide oversight of the Society’s financial position for the Board of Directors;

b. Approve expenditures according to guidelines provided by the CIES Financial Policies and Procedures;

c. Review the annual budget in consultation with the Finance and Investment Committee and Executive Committee and present it to the Board of Directors for approval;

d. Present an annual report on the Society’s financial activity for distribution and
presentation to membership at the State of Society meeting;
e. Review the Society’s annual audit;
f. Serve as Chair of the Society’s Finance and Investment Committee;
g. Perform other duties as specified in the CIES Financial Policies and Procedures and as consistent with the office.

Section 7. The Editor, with advice and assistance of the Editorial Staff and the Editorial Board, shall:
a. See that the professional journal of the Society is prepared for publication on a quarterly basis unless authorized differently by the Board of Directors.
b. Remit annually records of the Comparative Education Review to the Society's Archive.

Section 8. The Historian shall:
a. Serve as advisor to Society officers on matters of historical fact and process and ensure that the historically significant documents and records of the Society are collected by the archives;
b. Supervise the work of organizing and cataloguing the Society’s archival files and records;
c. Report annually to the Board of Directors, and on special request, about the state of the Society archives;
d. Supervise the collection of new documents, facilitate research projects, and coordinate communications with other collections related to the archives of the Society; and

ARTICLE IV. DUTIES OF COMMITTEES AND BOARDS

Section 1. The Board of Directors shall:
a. Appoint the Editor of the Comparative Education Review;
b. Appoint the Editorial Staff and the Editorial Board after receiving nominations from the Editor;
c. Allocate appropriate resources to the President, the President Elect, the Editorial Office, the Secretary, the Treasurer, the Editor, and the Historian to conduct the operations of the Society;
d. Permit 10 per cent of the annual budgets allocated to the President and other officers to be expended as needed without approval of the Board of Directors;
e. Cause the accounts of the Society to be audited not less than once every three years;
f. Serve, as individuals, and on appropriate standing or ad-hoc committees;
g. Review and approve nominations for Honorary Fellows;
h. Accept grants, gifts and endowments for the maintenance and betterment of the Society upon recommendation of the Investment Committee; and
i. Otherwise manage the affairs of the Society within the framework of general policy and procedure established by this Constitution and the Bylaws and specific decisions voted by the members.

Section 2. The Executive Committee shall:
a. Administer the routine affairs of the Society;
b. Make decisions in the interim between the Meetings on the State of the Society on those matters not otherwise covered by this Constitution and the Bylaws;
c. Serve as an advisory body to the Board of Directors; and
d. Serve as an advisory body to Society officers.
Section 3. The Editorial Staff shall manage the affairs of the Society's professional journal.

Section 4. The Editorial Board shall advise and otherwise assist the Editor in the performance of duties incident to preparation of issues of the Society's professional journal.

Section 5. Standing Committees shall be limited to the Nominations Committee; the Awards Committee; the New Scholars Committee; the Gender and Education Committee; the Finance and Investment Committee; the Under-represented Racial, Ethnic, and Ability Groups Committee (UREAG); the Publications Committee; and the Special Interest Group (SIG) Committee.

a. The Nominations Committee shall select a slate of candidates as outlined in BYLAWS, ARTICLE VIII. Elections.

b. The Awards Committee shall select the winners of (1) the George Z. F. Bereday Award for the outstanding article in the CER during the past year, (2) the Gail Kelly Dissertation Award for the outstanding article exploring themes related to people of African descent, (3) the Joyce Cain Award for the outstanding article exploring themes related to people of African descent, (4) the recipients of the International Travel Award, (5) the Jackie Kirk Award for Outstanding Book on gender and education and/or education in conflict, and (6) nominate candidates for Honorary Fellowships in a manner consistent with guidelines approved by the Board of Directors.

c. The New Scholars Committee shall promote scholarship during the early phases of members' career development.

d. The Gender and Education Committee shall foster attention to gender issues in the CIES and promote the inclusion and professional development of women.

e. The Finance and Investment Committee shall be a board sub-committee chaired by the Treasurer and shall consist of three additional Board members and one additional non-Board member. The committee shall be appointed by the President in consultation with the Executive Committee. The committee shall oversee the CIES endowments and general funds consistent with the broad risk and income objectives of the Board of Directors, and will also advise the President, Board and Executive Committee on the Society's overall financial situation and fiscal needs and opportunities.

f. The Under-represented Racial, Ethnic, and Ability Groups Committee (UREAG) shall conduct activities to increase participation and representation of under-represented groups in CIES.

g. The Publications Committee shall be a liaison between the Society and the publisher(s) of its publications, especially in regard to contractual and other business matters. It will assess and recommend to the Board of Directors any revisions to CIES contracts with publishers, as needed. This committee may also recommend to the Board of Directors sponsorship of new publications, recommend changes as needed to existing CIES publications, and oversee changes to the Newsletter. This committee is also charged with assessing and making recommendations on proposals for committee and SIG newsletters, web sites, and other media carrying the Society’s name.

h. The SIG (Special Interest Group) Oversight Committee shall advise the Board of Directors on approval of new petitions for SIGs and on conveying to the Executive Committee and Board of Directors requests and concerns of SIGs. The committee shall also communicate policy changes and concerns from the Board of Directors to SIGs. The SIG Oversight Committee shall have two Co-Chairs and six regular members. The CIES President appoints a Co-Chair, and elected SIG Officers elect a Co-Chair. Both Co-Chairs serve a one-year term. The SIG Oversight Committee Chairs are responsible for selecting the remaining members of the committee, who should be in service, or have
recently served, as a SIG officer. One committee member shall be appointed as Secretary.

Section 6. Ad Hoc Committees shall carry out investigations and development activities as charged by the President, and submit, upon completion of their work, their report to the Executive Committee and Board of Directors.

Section 7. Responsibilities of all committees and committee chairs shall commence on the date of their appointment by the President and end at the State of the Society Meeting subsequent to the date of their appointment.

ARTICLE V. SPECIAL INTEREST GROUPS

Section 1. Special Interest Groups (SIGs) promote new research and mentor educational researchers.

Section 2. Any group of 15 or more active CIES members may petition to establish a SIG.

Section 3. Petitions to establish SIGs are accepted or rejected by the CIES Board of Directors and must be received by July 1 prior to the next CIES annual meeting.

Section 4. SIGs are formally installed at the State of Society Meeting subsequent to their accepted petitions by the Board of Directors.

Section 5. Each SIG must:
   a. Assess dues of $10 per member (to be collected by CIES).
   b. Present an annual report to the Board, which shall include a financial report.
   c. Present annual membership dues to CIES of $150 for SIGs up to 60 members and $300 for SIGs over 60 members.
   d. Follow the policies and procedures of the SIGs as mandated by the Board of Directors.
   e. Report to the chair of the SIG Committee any requests or concerns it may have relating to its purpose, structure, or relationship to the Society overall.

Section 6. If in good standing, each SIG is allocated one business meeting time slot and one SIG Highlighted Panel at the CIES Annual Meeting. SIGs with at least 60 active members shall be allocated one additional SIG Highlighted Panel.

ARTICLE VI. BOARD AND EXECUTIVE MEETINGS

Section 1. The Executive Committee shall:
   a. Convene before and at the site of the Annual Meeting;
   b. Meet at other convenient times on call of the President or any two of its regular members;
   c. Constitute a quorum for the transaction of business if three members are present.
   d. Meet, when convenient, by electronic means, such as by internet, videoconference, or phone conference, for transaction of business if notice to convene such meetings is given at least 10 days in advance. Voting at such meetings is binding if at least a quorum is convened and the vote occurs within 48 hours of a call for a motion to vote.
   e. The Executive Committee shall minute its meetings and transmit approved minutes to
the Board of Directors upon approval.

Section 2. The Board of Directors shall:
   a. Convene before and after and at the site of the Annual Meeting;
   b. Meet at other convenient times on call of the President or any five of its members;
   c. Constitute a quorum for the transaction of business if at least seven members are present or participate by means of electronic media; and
   d. Meet, when convenient, by electronic means, such as by internet, videoconference, or phone conference, for transaction of business if notice to convene such meetings is given at least 10 days in advance. Voting at such meetings is binding if at least a quorum is convened and the vote occurs within 48 hours of a call for a motion to vote.

ARTICLE VII. ANNUAL MEETINGS

Section 1. Following approval by the Board of Directors, the President Elect shall announce the exact time and location of the next Annual Meeting at least nine months in advance of that Annual Meeting.

Section 2. At least nine months in advance, the Secretary shall issue the first call for papers and related materials for the Annual Meeting.

ARTICLE VIII. ELECTIONS

Section 1. The Nominating Committee shall:
   a. Seek two candidates for each elective office;
   b. Receive nominations from members (including its own members);
   c. Prepare the slate for the annual election after obtaining the consent of those included; and
   d. Submit the slate, related brief biographical sketches, and the draft ballot to the Secretary in time for communicating it to all members.

Section 2. Balloting
   a. Elections to office shall conclude two weeks in advance of the start of the Annual Meeting.
   b. The Secretary shall disseminate ballots, information about the candidates for elective office, and directions for voting to all full, student, and emeritus members at least six weeks prior to the Annual Meeting.
   c. For those who prefer paper, information about the election and paper ballots shall be sent via first class post within the USA, Canada, and Mexico, and via air mail to all others.
d. Each mailing shall contain a return address label, addressed to the CIES Secretariat with the word Ballot clearly marked on it.

e. Each paper ballot shall contain the address of the CIES Secretariat and the following instructions: “In order for you to vote in the CIES election for officers and members of the Board of Directors, we are sending you a ballot and information about each candidate. To vote, use the attached ballot. Place the enclosed pre-addressed label on the return envelope. If your preaddressed label is misplaced, please send the ballot to the CIES Secretariat with CIES Ballot written clearly on the return envelope. If the word Ballot does not appear on the return envelope, it will not be counted. The ballot must reach the CIES Secretariat no later than the date specified in order to be counted.

f. The Secretariat shall deliver all mailed ballots unopened, plus an envelope containing the electronic voting results, to the tellers at the at the time and place designated by the President, but not less than one week in advance of the start of the annual meeting.

g. The tellers, appointed by the President, shall receive the sealed paper ballots and the unopened envelope containing the results of electronic voting from the Secretary. They shall tally the votes and report the results to the President. Any posts for which no candidate received sufficient votes for election must be reported to the President, together with the names of the members receiving the highest number of votes. Tellers shall be designated by the President to tally the votes in any necessary run-off for election and report the results to the President. When ballots are contested, the decision to exclude or include them is determined by the collective decision of the Tellers.

h. Prior to the Sate of Society meeting, the President shall inform, in confidence, all candidates standing for election of the election results. The President shall announce the names of those elected for specified posts at the Business Meeting of the Annual General Assembly on the State of the Society.

ARTICLE IX. ENDOWMENTS AND GRANTS

Section 1. Grants and contracts. In keeping with its objectives, the Society may receive grants and contracts from agencies, institutions, or organizations to help carry out its programs and objectives. Unrestricted and restricted grants and contracts shall be held in financial accounts appropriate to the condition of these awards and their intended use.

Section 2. Gifts and endowments. The Society may receive gifts or endowments where there are special requirements imposed as a condition of acceptance of funds. In such instances, the Investment Committee shall review the conditions of the gift or endowment and recommend to the Board of Directors regarding acceptance and conditions for controlling the funds.

Section 3. Use of funds. The Society shall use funds collected only to accomplish objectives and purposes stated in these Bylaws. No member or group of members shall commit the financial resources of the Society in any manner except as stipulated in these Bylaws.

ARTICLE X BOARD OF DIRECTORS CONFLICT OF INTEREST POLICY AND DISCLOSURE FORM

Section 1. In their capacity as directors, the members of the Board of Directors (The “Board”) of the Comparative and International Education Society (CIES) must act at all times in the best interests of CIES. The purpose of this policy is to help inform the Board about what constitutes a conflict of interest, assist
the Board in identifying and disclosing actual and potential conflicts, and help ensure the avoidance of conflicts of interest where necessary. This policy may be enforced against individual Board members as described below.

Section 2. Conflict of Interest Policy.
   a. Board members have a fiduciary duty to conduct themselves without conflict to the interests of CIES. In their capacity as Board members, they must subordinate personal, individual business, third-party, and other interests to the welfare and best interests of CIES.
   b. A conflict of interest is a transaction or relationship which presents or may present a conflict between a Board member’s obligation to CIES and the Board member’s personal, business, professional and other interests.
   c. All conflicts of interest are not necessarily prohibited or harmful to CIES. However, full disclosure of all actual and potential conflicts, and a determination by the disinterested Board (or CIES Executive Committee) members – with the interested Board member(s) recused from participating in debates and voting on the matter – are required.
   d. All actual and potential conflicts of interest shall be disclosed by Board members to the CIES Executive Committee through the annual disclosure form and/or whenever a potential conflict arises. The disinterested members of the CIES Executive Committee shall make a determination as to whether a conflict exists and what subsequent action is appropriate (if any). The CIES Executive Committee shall inform the Board of such determination and action. The Board shall retain the right to modify or reverse such determination and action, and shall retain the ultimate enforcement authority with respect to the interpretation and application of this policy.
   e. On an annual basis, all Board members shall be provided a copy of this policy and be required to complete and sign an acknowledgment and disclosure form (posted online here). All completed forms shall be provided to and reviewed by the CIES Executive Committee, which may ask Board members for additional information as deemed necessary.

ARTICLE XI CONFLICT OF INTEREST FOR AWARDS AND NOMINATIONS COMMITTEES

Section 1. Introduction. The following policy was adopted by the Comparative and International Education Society (CIES) to guide the handling of conflicts of interest for award committees and nominations committees. This policy applies to all CIES award selection committees, the CIES Nominations committee, all SIG award selection committees, all SIG nominating committees, as well as any other CIES committees that confer awards or nominate individuals for elected positions. The purpose of this policy is to avert to the extent possible biasing circumstances, or the appearance of biasing circumstances, in the selection of CIES awardees and nominees.

Section 2. Ethical Standards.
   a. Eligibility. Members of award selection and nominating committees are not eligible to be candidates for that award or nomination during their terms of service.
   b. Required Circumstances. Certain biasing or potentially biasing relationships to an award nominee or a candidate presented to a nominating committee for consideration to be slated on a ballot require committee members to withdraw from service on said selection committees. They include:
      i. current or former dissertation chair or current or former student of a
dissertation chair;
ii. family member, spouse, or partner;
iii. anyone with whom one has a current business or financial relationship (e.g., business partner, employer, employee);
c. Additional Required Circumstances. Certain biasing or potentially biasing relationships to an award nominee or a candidate presented to a nominating committee for consideration to be slated on a ballot require committee members to recuse themselves from decision-making on said selection committees when concerning:
i. research collaborator or co-author who is currently in that relationship or has been within the last five years; or
ii. anyone working at the same department/division or having accepted a position at the same department/division.
d. Elective Circumstances. Members of award selection or nominations committees may for other reasons determine that they have conflicts or potential conflicts that require elimination from service and then act on that determination if they believe that service could affect the fairness of the selection process.
e. Nominees or candidates for award/position should abstain from any interference in any selection process.

Section 3. Implementation Procedures.
a. The conflict of interest standards and implementation procedures for award committee service should be widely publicized and readily accessible to CIES members.
b. CIES presidents, board members, chairs of SIGs, and others appointing members of award selection and nominations committees should make potential committee members aware of these ethical standards and the implementation procedures.
c. Those appointing members of award selection and nominations committees should have alternates readily accessible so that substitute appointments can be readily made if any committee member or members need to step down from service.
d. In the case of SIG and CIES committee awards, selection should be made by a subcommittee so that the SIG or committee chair can select other members of the committee as alternates if a vacancy arises due to a conflict.
e. Upon completion of the nomination process in the case of awards, or upon completion of the presentation of candidates for consideration to be slated on an election ballot in the case of a nominations committee, committee members must make known whether they can continue service on said selection committee or whether they are in a circumstance that mandates withdrawal from service.
f. If vacancies occur on award selection or nominations committees due to withdrawal of members from service, those vacancies should be filled promptly by those in a position to fill such vacancies on committees.
g. Any award selection or nominating committee chair or committee member with questions or ambiguous circumstances or who finds the full implementation disruptive should seek the advice of the Executive Director, who will, where necessary, consult with the President on this policy and its implementation.

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