



BYLAWS

of the

Association for Business Communication

Approved by the ABC Membership

June 1, 2026

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1. GOVERNANCE OF THE ASSOCIATION

1.1 Board of Directors

The Association for Business Communication (hereinafter called “the Association”) shall be governed by a Board of Directors (hereinafter called “the Board”).

- 1.1.1 The Board shall be composed of six Directors at Large, a Vice President from each region, the Immediate Past President, the President, the Vice President, and the Executive Director of the Association. The Vice President, President, and Immediate Past President serve two-year terms.
- 1.1.2 The six Directors at Large members of the Board shall be elected to four-year staggered terms by the membership of the Association. A Director at Large’s term of office shall begin on January 1 and shall end four years later unless terminated earlier by resignation, election to a leadership position on the Executive Committee, removal from office, incapacitating illness, or death.
- 1.1.3 The Board shall be responsible for evaluating Association activities, for approving the Operational Guidelines, and for recommending courses of action to the Executive Committee.
- 1.1.4 Members of the Board are responsible for meeting at least four times a year (including one meeting at the ABC Annual International Conference of the Association) to formulate policy, to approve the budget, to set dues, and to make decisions affecting the Association.
- 1.1.5 The Board may conduct business between meetings as specified in the Operational Guidelines.
- 1.1.6 The Board may hold a special meeting when a majority deems it necessary. The President or the Executive Director may request a special meeting by communicating with the members of the Board in advance stating the purpose, time, and place of the proposed meeting.
- 1.1.7 A majority of the members of the Board shall constitute a quorum both for regular and special meetings of the Board and for votes by email, electronic polling, or other channels specified in the Operational Guidelines.
- 1.1.8 All meetings of the Board shall be conducted according to Robert’s Rules of Order, as specified in a current edition. Business conducted by email or another channel specified in the Operational Guidelines shall adhere to the spirit and purpose of Robert’s Rules of Order.

- 1.1.9 The Executive Director shall ensure that minutes of all meetings of the Board and records of special ballots conducted according to the Operational Guidelines shall be kept and made available to the membership.
- 1.1.10 Board members are expected to actively participate on the Board and to attend scheduled Board meetings whenever possible given time zone constraints. If a Board member is unable to attend a meeting due to a significant conflict (for example, a teaching obligation that can't be moved) or emergency, the Board member should communicate their situation with the EC immediately. The Board requires every Board member's attention and participation in order to make timely decisions and to serve the needs of its members.

1.2 Membership

Any individual who subscribes to the purposes of the Association as defined in the Articles of Incorporation and who pays the appropriate dues for that classification of membership shall be considered a member.

1.2.1 Special memberships shall be sustaining, corporate sponsor, student, retired, and honorary.

1.2.1.1 A **sustaining member** is one who contributes an amount set by the Board above the dues that are assessed for a regular member as described in 1.2.

1.2.1.2 A **student member** is one who is enrolled at least part time in an academic degree program and is not employed in a full-time academic or professional position. A student member pays a reduced membership fee.

1.2.1.3 A **retired member** is one who is no longer regularly employed by a university or other academic institution. Dues assessed for retired members shall be set by the Board as required to cover the cost of official publications.

1.2.1.4 An **honorary member** is one who has been nominated by a dues-paying member for membership for one year without dues being assessed. Continuing honorary memberships are nominated by the Executive Director and approved by the Board.

1.3 Regions and Regional Representation on the Board

1.3.1 To further the objectives of the Association, regions shall be established to facilitate communication among members and between the membership and the Board.

- 1.3.2 The Board may create regions by specifying geographical areas and giving those areas names. The Board may eliminate regions or redefine regions by specifying new geographical boundaries and, when logical to do so, renaming affected areas.
- 1.3.3 Members with a residential or work address within a designated geographical region shall be deemed members of that region and will vote in that region's elections. Regional designation will be automatically assigned when members register for membership with their preferred mailing address. No matter their region, members are welcome to participate in conferences and other activities sponsored by any ABC region.
- 1.3.4 Regional Vice Presidents shall be elected from and by the members of each region by a ballot conducted by email, electronic polling, or by another method specified in the Operational Guidelines. A Regional Vice President's term of office shall begin on January 1 and shall end four years later unless terminated earlier by resignation, election to a leadership position on the Executive Committee, ceasing to be a member of the region, removal from office, incapacitating illness, or death.
- 1.3.5 Should a Regional Vice President be unable to complete the term of office or cease to be a member of the region from which the Regional Vice President was elected, a special election shall be held to elect a new Regional Vice President from that region to serve a new four-year term.

1.4 Election of Board Members and Officers

The Nominating Committee shall oversee the election of Board members and officers as well as manage the process of selecting recipients for Association awards as specified in the Operational Guidelines.

- 1.4.1 The Nominating Committee shall consist of the three most recent Past Presidents, the chair of the Publications Board, and the Executive Director, who shall be an ex-officio non-voting member. The Immediate Past President shall chair the Nominating Committee. If any of the three Past Presidents are unavailable to serve, the current President shall select another Past President to serve.
- 1.4.2 Any member is eligible to serve on the Board, and any such member may submit their name and/or the name of another Association member for consideration by the Nominating Committee.
- 1.4.3 Each year, the Nominating Committee shall be responsible for soliciting recommendations to fill elected offices and for Association awards. The Nominating Committee shall poll, in writing, the members of the Executive Committee, the Regional Vice Presidents, the Directors at Large, and the committee chairs for recommendations.

- 1.4.4 The Nominating Committee will interview all candidates for elected office. The Nominating Committee will gather biographical and other materials required to consider candidates for offices and awards. In making recommendations to the Board, the Nominating Committee will interview all candidates for elected office and consider previous service to the Association including regional affiliation, service, teaching, research, and/or practice in business communication.
- 1.4.5 The Nominating Committee shall nominate at least two members to run for each Directors at Large position, at least two members to stand for each Regional Vice President position, and at least two members to run for the Vice President position. The nominees for Vice President shall be Board members of the Association at the time of their nomination or previous Board members who served within the last five years. The Nominating Committee shall also nominate one member to fill each available seat on the Publications Board.
- 1.4.6 Robert's Rules of Order notwithstanding, the Board shall consider each name individually and approve a list of candidates whose principal qualifications will be submitted to the membership along with the election ballot.
- 1.4.7 A ballot containing the names of the candidates and appropriate election materials and voting instructions shall be distributed to the entire membership at least 90 days before the ABC Annual International Conference. Members may return their ballots as specified in the Operational Guidelines.
- 1.4.8 The candidates receiving the highest number of votes shall be elected to fill known vacancies on the Board. In the event of a tie, the Board will decide the vote by a ballot of the Board of Directors.
- 1.4.9 The names of the persons elected shall be communicated to the members of the Association within 30 days of their election.
- 1.4.10 Regional Vice Presidents and Directors at Large may serve up to two consecutive four-year terms with the possibility of running again for either a Regional Vice President or Director at Large only after being off the Board of Directors for four years.

2. ASSOCIATION OFFICERS AND EXECUTIVE DIRECTOR

2.1 Officers

The officers of the Association shall consist of the President, the Vice President, the Immediate Past President, and the Regional Vice Presidents.

2.2 Duties of the Officers

The Board shall determine the duties of each officer and shall specify these duties in the Operational Guidelines. The Board may assign additional duties as necessary to ensure the continued well-being of the Association.

2.2.1 The **President** shall preside at all meetings of the Association and of the Executive Committee. The President shall follow the Operational Guidelines approved by the Board.

2.2.2 The **Vice President** shall perform all the functions of the President in the absence or inability of the President and shall follow the Operational Guidelines approved by the Board.

2.2.3 The **Past President** shall serve as a mentor to the other Officers and shall follow the Operational Guidelines approved by the Board.

2.2.4 The **Regional Vice Presidents** shall be responsible for representing the best interests of members from their regions at all meetings of the Board. They are responsible for fostering the objectives of the Association among members from their regions, for striving to increase membership in the region, for overseeing their meetings, for demonstrating accountability by providing annual reports of regional activities, and for nominating regional members for appropriate offices and awards. Given these extensive duties and the time necessary to best represent their regions, Regional Vice Presidents are ineligible to serve as Committee Chairs or Special Interest Group Coordinators. The Regional Vice Presidents shall follow the Operational Guidelines approved by the Board.

2.3 Executive Director

The Board shall appoint an Executive Director to oversee the management of the Association. The Executive Director shall serve at the pleasure of the Board and shall be an ex-officio member of the Board with full voting rights unless prohibited elsewhere in these Bylaws.

2.4 Duties of the Executive Director

The Executive Director shall be the Chief Financial Officer and the Chief Administrative Officer of the Association.

- 2.4.1 The Executive Director shall be empowered to hire staff and appoint assistants as necessary to ensure orderly operations. Such paid employees and uncompensated appointments shall be reviewed and approved by the Board.
- 2.4.2 As Chief Administrative Officer, the Executive Director shall be the Managing Editor of all publications of the Association.
- 2.4.3 As Chief Financial Officer, the Executive Director shall be responsible for overseeing all regular and special funds approved by the Board and specified in the Operational Guidelines.
- 2.4.4 The Executive Director manages day-to-day expenses and the budget. To minimize budget variations, the Executive Director receives approval from the Executive Committee for deviations greater than 1% of the annual budget for 1) spending more than planned budget expenses, and 2) moving funds between budget lines.
- 2.4.5 The Executive Director shall receive a salary for service to the Association.
- 2.4.6 The Executive Director shall follow the Operational Guidelines approved by the Board.

2.5 Duties of the Executive Committee

The Executive Committee shall be composed of the Immediate Past President, the President, the Vice President, and the Executive Director of the Association, each of whom shall be a voting member unless prohibited elsewhere in these Bylaws.

- 2.5.1 The Executive Committee shall be responsible for carrying out the decisions of the Board and shall be empowered to act in lieu of the Board on matters affecting the Association, including budgetary matters, when so directed by the Board.
- 2.5.2 The Executive Committee shall meet and report to the Board on a regular basis.
- 2.5.3 The President may also call special meetings of the Executive Committee at locations and times approved by a majority of the Executive Committee.
- 2.5.4 The Executive Committee shall follow the Operational Guidelines approved by the Board.

2.6 Resignation, Removal, and Replacement of Officers and Directors at Large

An elected Officer or Director at Large may resign in writing to the President or the Executive Director. If any Officer or Director at Large ceases to be a member of the Association, the position shall be considered vacant.

- 2.6.1 Any Board member who does not actively participate, prioritize Board meetings and attend whenever possible given time zone constraints, or does not maintain an open channel of communication with the EC will be considered to have resigned and will be removed from the Board.
- 2.6.2 Any Officer or Director at Large deemed in violation of these Bylaws by a two-thirds majority vote of the Board shall be removed from the position.
- 2.6.3 Any vacancy on the Board shall be filled by an election process initiated by the Nominating Committee as specified in the Operational Guidelines.

2.7 Orderly Succession of Officers

The normal succession of officers shall be from the Vice President to the President, and from the President to the Immediate Past President.

- 2.7.1 In the event of a President's resignation, death, or other inability to serve the remainder of a term of office, the Vice President shall automatically become President.
- 2.7.2 In the event of the Vice President's resignation, death, or other inability to serve the remainder of a term of office, the Executive Committee shall hold a special election to elect a new Vice President if more than six months remain on the term.
- 2.7.3 In the event of the Immediate Past President's resignation, death, or other inability to serve the remainder of the term of office, the Executive Committee shall appoint another previous President of the Association to fill the vacancy. The person appointed shall carry the title "Past President," serve as a member of the Board and of the Executive Committee and fulfill the normal responsibilities of the Past President.

2.8 Orderly Succession of Executive Director

In the event of the Executive Director's resignation, death, or other inability to serve, the remaining members of the Executive Committee shall appoint an Interim Executive Director, who is currently serving or has served in any ABC leadership role (e.g., Board Member, Committee Chair, Conference Chair, etc.), and hire such additional staff as necessary to ensure the

continuation of the Association's day-to-day operations until a new Executive Director can be selected and approved by the Board.

3. ASSOCIATION PROCEDURES

3.1 Operational Guidelines

The Board is responsible for creating and maintaining a set of Operational Guidelines to implement its policies. Approval of the changes to the Operational Guidelines shall require a majority vote of the Board.

3.2 Conferences of the Association

The Association shall have regular conferences for the purpose of fostering the mission of the organization.

- 3.2.1 The Association shall have the ABC Annual International Conferences at times and places approved by the Board.
- 3.2.2 The Association shall support ABC Regional conferences at times and places agreed to by the Regional Vice Presidents and the Executive Director. Conferences shall be open to all members, regardless of their regional affiliations, and to non-members.

3.3 Committees and Their Chairs

The Board of Directors shall create, combine, or disband standing committees as necessary to fulfill the objectives of the Association and to meet the needs of the Association members.

- 3.3.1 The Vice President shall appoint chairs of standing committees to two-year terms. Individuals may be re-appointed as committee chairs two additional times for a term limit of six years. If no committee member is willing to chair the committee, then the current chair may serve more than the term limit.
- 3.3.2 The Vice President shall be responsible for encouraging members to serve on Association committees.
- 3.3.3 The committee chairs shall appoint members to standing committees for three-year renewable terms.
- 3.3.4 Every year, the Vice President shall ensure an updated roster of committee membership is available on the Association website.
- 3.3.5 Every year, the Vice President shall consult with the Board and the Executive Committee about the Association's needs to review or issue committee charges.

- 3.3.6 Ongoing committee charges are specified in the Operational Guidelines and on the Association website. Any changes to ongoing committee charges will be handled according to the process specified in the Operational Guidelines. The Vice President may issue additional short-term charges as specified in the Operational Guidelines to meet the needs of the Association.
- 3.3.7 The committee chairs shall be responsible for reporting committee activities and the service rendered by members in accordance with the Operational Guidelines.
- 3.3.8 The President may create ad hoc committees at any time. Chairs of ad hoc committees may be appointed for as long as the President remains in office. The President specifies the mandate for ad hoc committees and circulates the mandate to the Executive Committee. Ad hoc committee performance shall be reviewed by the Executive Committee to determine progress, completion, and possible reappointment of the ad hoc committee.

3.4 The Publications Board

The Publications Board shall consist of nine members and the Executive Director, who shall be a continuing, ex-officio member of the Publications Board and shall have full voting privileges unless prohibited elsewhere by these Bylaws. The Chair of the Publications Board is appointed by the President from the nine elected members. If a member of the Publications Board accepts a role as an Editor or Associate Editor for one of the Association’s two journals, or for the Proceedings, then the member will be required to resign from the Publications Board.

- 3.4.1 The Nominating Committee shall nominate candidates for the Publications Board; the Board of Directors will elect members from those nominated to the Publications Board to serve three-year staggered terms.

3.5 Publications of the Association

- 3.5.1 Editors of the Association’s publications are recommended by the Publications Board and approved by the Board of Directors. In addition, the Publications Board will evaluate the regular and special publications of the Association, the editors of the publications, and the written statements of editorial policy and procedures provided by the editors.
- 3.5.2 The Publications Board shall be responsible for proposing and selecting timely special publications and for coordinating their production with the Executive Director of the Association.

- 3.5.3 The Publications Board shall determine recipients for publication awards specified by the Board of Directors and as outlined in the Operating Guidelines.
- 3.5.4 The Publications Board shall ensure that the four-year terms of the journal editors will be staggered so new editors for both journals are not recruited during the same year.

3.6 Special Recognition

The Association shall provide four kinds of special recognition: designation as Fellow, designation as Distinguished Member, recipient of the Francis W. Weeks Award of Merit, and recipient of the Bernadine P. Branchaw Spirit of ABC Award.

- 3.6.1 The qualifications for these forms of recognition shall be specified in the Operational Guidelines and approved by the Board.
- 3.6.2 The names of the awards and their qualifications shall be published on the Association website, and once a year, nominations shall be solicited from members. Additionally, once a year, the Regional Vice Presidents and chairs of the Association's committees shall be solicited for their nominations.
- 3.6.3 The Nominating Committee shall be responsible for soliciting and evaluating recommendations for these awards and for submitting for Board approval a list of individuals selected to receive awards, along with the reasons for their selection.
- 3.6.4 These awards and special recognitions will be given only when warranted by the qualifications of the nominees.

3.7 Expenses, Reimbursements, and Bonuses

The Board may authorize reimbursement for expenses incurred on its behalf or payment for services rendered.

- 3.7.1 The Executive Director may direct that Executive Committee members, Board members, committee representatives, employees, and other representatives of the Association be reimbursed for expenses incurred while conducting Association business.
- 3.7.2 The Board shall set or confirm the salary for the Executive Director at a Board meeting during the fourth quarter of the year.
- 3.7.3 The President and Executive Director may recommend for Board approval bonuses for services rendered by the Association's paid employees.

3.8 Affiliate Organizations

The Association may have formal affiliations with organizations that have met the criteria specified in the Operational Guidelines and whose applications for affiliation have been approved by a majority vote of the Board.

4. LEGAL CONSIDERATIONS

4.1 Conflicts of Interest

Members of the Association shall agree to avoid conflicts of interest where possible and to disclose such conflicts to ensure ethical transactions.

4.1.1 No person who serves as a full-time employee of the Association may serve as a Board member or officer of the Association.

4.1.2 No Board member or officer may vote on an issue if the Board member or officer stands to incur a direct financial gain based on the outcome of the vote. The Executive Director shall disclose the nature of this financial interest before the vote is taken.

4.2 Liability of Board Members, Officers, and Agents of the Association

No member of the Association shall hold liable any Board member, officer, or agent of the Association for lawful actions or decisions made on behalf of the Association.

5. AMENDMENTS TO THE BYLAWS

5.1 Process for Amendments to the Bylaws

Any member of the Association may propose an amendment to these Bylaws by submitting the proposed change to the Vice President in writing.

5.1.1 The Board may amend proposed amendments. The proposal or amended proposal must be approved by a majority vote of the Board to move forward. If approved by the Board, proposed amendments to these Bylaws shall be submitted to the general membership of the Association for ratification.

5.1.2 The procedure for ratification of an amendment of the Bylaws shall be the same as that used for other Association elections, and ratification of a proposed amendment shall require a positive vote from a majority of those voting.

5.2 Minor Wording Changes to the Bylaws

Any member of the Executive Committee or the OG and Bylaws Committee may propose minor wording changes for clarity or consistent wording throughout the Bylaws by submitting them to the Executive Committee for discussion and approval. A wording change is considered minor if it does not alter the intent or meaning of a Bylaw. Approved minor wording changes may be implemented without a vote of the general membership or the Board.

5.3 Archive

All modified versions of the Bylaws (and Operating Guidelines) will be archived on the Association website. The archives will contain a markup of changed versions and the clean copy version organized by date. Any ABC member can request to view the archives of the Bylaws (and Operating Guidelines).