



IOJT By-law Information

Session 1 & 2 Meeting Notes

May 13, 2026 @ 9:00 AM (EDT) & 8:00 PM (EDT)

Attendees: President, Adèle Kent; General Secretary, Danielle May-Cuconato; Corporate Secretary, Geeta Gera and representatives of IOJT (USA) Members

Justice Kent explained the transition of IOJT administration from the National Centre for State Courts (NCSC) in the United States to the National Judicial Institute (NJI) in Canada. She informed attendees that the IOJT administration is transitioning from the NCSC to the NJI, emphasizing the international scope of the meeting and the importance of this organizational change.

Justice Kent further explained that the certificate of incorporation is a short but important document filed with Canadian regulatory authorities, containing the organization's purposes, and that this document will be distributed to all members after the meeting. It was clarified that the purposes in the certificate are worded to comply with Canadian not-for-profit regulations, specifically starting with 'to advance education,' as advised by legal counsel.

Feedback was acknowledged from the China National Judges College about the absence of the organization's purposes in the By-law, explaining that these are instead included in the certificate of incorporation. A review of the new Canadian IOJT By-law, highlighting changes from the US statute, including provisions for virtual meetings, annual member meetings, and the election process for the board of directors was provided during the meeting. The definition of members remains unchanged from the US statute, but the Canadian By-law now allow for virtual meetings and requires an annual meeting of members, enhancing accountability.

It was clarified that Canadian law requires an annual audit and annual meetings, which are more rigorous than previous US requirements, and that these measures are intended to enhance board accountability.

The board is now called the board of directors, can have up to 10 members, and all directors are elected by the members, unlike the previous US structure where some were appointed. Justice Kent described the upcoming nomination process for the board of directors, with documents to be sent to members in June, and clarified that candidates must have a meaningful affiliation with a member institute. The board of directors will select the four officers (President, Secretary General, Deputy Secretary General, Treasurer) from among themselves, following modern governance practices.

The committee structure under the new By-law emphasizes the shift from fixed regional deputy presidents to a more flexible committee of regions, and the criteria for committee membership. The By-law establishes three main committees: nominating, audit, and a new committee of regions, replacing the previous system of five fixed regional deputy presidents. The committee of regions now allows for more than five members, enabling better adaptation to geopolitical and cultural changes, and ensuring a good geographical mix.

Members of the committee of regions must be affiliated with a member organization, and the nominating committee will help ensure appropriate representation.

Justice Kent and Danielle May-Cuconato outlined the process for the upcoming By-law approval meeting, including the online voting mechanism, eligibility, and steps to ensure broad participation across time zones. The members' meeting to approve the By-law will be held on May 21st, with a link to online voting sent to all eligible members and available for 24 hours to accommodate different time zones. Danielle reminded members to ensure their institute casts a ballot, even if they cannot attend the meeting, emphasizing the importance of full representation in the By-law approval.

Justice Kent addressed concerns raised by the China National Judges College regarding the organization's borrowing powers, explaining the plan to propose an amendment to remove this provision at the annual meeting in Bordeaux. The current By-law allows the organization to borrow but acknowledged that the organization has no assets and borrowing is not relevant, as pointed out by the China National Judges College. It is too late to amend the By-law before the upcoming vote, but a proposal to remove the borrowing power will be presented for a member vote at the Bordeaux meeting.

Renu, from the National Judicial Academy (Nepal), raised the provisions for membership termination and officer removal, including the implications of the death of an individual and the process for removing officers with or without cause. Justice Kent clarified that an individual's death does not affect organizational membership, as IOJT is an organization of institutes, not individuals. Renu asked about Section 45, which allows the board to remove any officer with or without cause, and Justice Kent

explained that this is a standard provision for organizational governance. Renu raised concerns about the lack of a requirement for officers to defend themselves before removal, and Justice Kent agreed to consult legal counsel and consider a future amendment to address this issue.

Everyone who was a member of the IOJT (US), and not yet a member of the Canadian organization, must apply to become a member. The process for requesting a membership fee waiver for emerging institutes was also explained.

Follow-up tasks

1. Propose an amendment to the By-law to remove the borrowing power at the annual meeting in Bordeaux and ensure members have the opportunity to vote on it.
2. At the annual meeting, respond to the concern about the removal for cause for officers.
3. Double check and confirm that the registered office is correctly specified as Ottawa, Ontario in the By-law. (Justice Kent)
4. Send the certificate of incorporation document to all members for their records and invite comments. – DONE
5. Send the Canadian certificate of incorporation document to meeting participants after today's meetings. – DONE
6. Sign up to become a member of the Canadian IOJT institute (Everyone)