RESOLUTION # 1 – Amended CEIR Bylaws

Background

Based on the current financial depletion plan, CEIR will be ending the calendar year with approximately $200K cash remaining in the CEIR bank account. To ensure that the remaining funds are properly overseen, the attorney recommended the following steps for the formal dissolution process:

1. At the CEIR board meeting, vote to accept the amended CEIR bylaws to transfer governance oversight to the IAEE board, effectively dissolving the CEIR board as it currently exists.
2. The original, amended with changes and amended bylaws are included on the CEIR Board portal.
3. Have IAEE continue to oversee CEIR operations (via separate meetings) until the remaining $200K is fully utilized.
4. Allocate the $200K toward CEIR salaries and operational expenses.
5. Once the funds are fully spent, the IAEE board vote will formally dissolve CEIR.
6. The tentative timeline projects that the dissolution vote could take place at the Spring Board meeting, which will be 14-15 April 2026.

Resolution

It is recommend that the Bylaws of the Center for Exhibition Industry Research (CEIR) Foundation, be amended as shown by the additions and deletions on the version submitted with this Resolution, and the CEIR Board accept the amended CEIR bylaws.

Approved by action of the CEIR Board of Directors at the 08 December 2025 board meeting.

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Brian Pagel, CEIR Board Chairperson Signature/Date