

**Black Studies Association**  
**Articles of Association**

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## **1. Not for Profit**

The Company (referred to as the Association from herein), is not established or conducted for private gain: any surplus or assets are used principally for the benefit of the community.

## **2. Community Interest Company**

- i. The Association is to be a community interest company.

## **3. Asset Lock**

- i. The Association shall not transfer any of its assets other than for full consideration.
- ii. Provided the conditions in Article 3iii are satisfied, Article 3i shall not apply to:
  - a) the transfer of assets to any specified asset-locked body, or (with the consent of the Regulator) to any other asset-locked body; and
  - b) the transfer of assets made for the benefit of the community other than by way of a transfer of assets into an asset-locked body.
- iii. The conditions are that the transfer of assets must comply with any restrictions on the transfer of assets for less than full consideration which may be set out elsewhere in the memorandum and Articles of the Association.

## **4. Black Studies**

We define Black Studies as:

- i. Study rooted in the lived and historical experiences of Africa and the African Diaspora.
- ii. An interdisciplinary field of study that embraces work in the Arts and Humanities, Social Sciences and where relevant the Natural Sciences.
- iii. Committed to connecting into the struggles and experiences of communities outside of academia. A central feature of Black Studies should be a commitment to the uplift of Black communities across the African Diaspora and African continent. Black Studies should also connect Diaspora and continental communities, as we know there are plenty of vibrant intellectual and other publics on the continent that have as much, if not more investment in, our UK communities than others.
- iv. An intersectional field of study interested in exploring Blackness in relation to other identities and subject positions.
- v. Dedicated to a wider programme of decolonisation that unites the African Diaspora with oppressed groups across the globe.

## **5. Objects**

The objects of the Association are to carry on activities which benefit the community and in particular (without limitation) to:

- i. Develop and promote the discipline of Black Studies in higher education and within mainstream school curricular.
- ii. Publish a peer-reviewed open access journal in the discipline of Black Studies that is free for authors to submit to and free to read.

- iii. Support graduates and postgraduate students in the field of Black Studies to achieve their potential in their studies; gain access to funding; and also to find employment.
- iv. Organise a regular series of seminars across the UK and also an international Black Studies conference at least biennially.
- v. Develop collaborative research bids to fund Black Studies research, study, service-learning and work placements in the UK and overseas.
- vi. Develop scholarship and activity that locates and explores the importance and contribution of the Black presence in the UK, historically, contemporarily and in the future.
- vii. Connect the academy to the community in all of our work and objectives.

## **6. Structure**

### **i. Committees**

- i. The bulk of the work of the Association will be coordinated by committees created by members.
- ii. These committees will elect two co-chairs who will be responsible for coordinating the work of the committee.
  - a) Co-chairs will serve two year terms
- iii. The co-chairs will be responsible for keeping minutes of discussions and maintaining the administration for the committees
  - a) These responsibilities can be delegated and rotated around the committee, but remain the responsibility of the chairs
- iv. At the formation of the Association there will be four committees created:
  - a) Discipline and Curriculum
  - b) Journal
  - c) Postgraduate and Graduate Forum
  - d) Conference and Seminar Series
- v. Additional committees can be formed by the Board or by a majority vote at an annual general meeting.
- vi. At the formation of the Association interim co-chairs will be appointed to serve until the post are elected at the first annual general meeting of the association.

### **ii. Board**

- a) A central Board will be responsible for setting the budget of the association and ensuring that the Association carries out the duties outlined in the constitution.
- b) The Board will meet infrequently (no less than twice per year) and the role of the board is primarily oversight, as the majority of the work of the Association is done through the committees. Rather than being at the top, controlling the Association, the Board's role is to work as the foundation of the Association enduring that the objectives are facilitated.
- c) The Board will be constituted of directly elected members, who will serve terms of two years; plus the co-chairs of each committee as described in 4i.
- d) The elected members will serve as named Directors of the company and will delegate all powers to the central Board as outlined in Article 6.

- e) At the formation of the Association interim Directors will be appointed to serve until the post are elected at the first annual general meeting of the Association.
- f) The elected positions and their responsibilities will be:
  - a) Two Co-chairs: Responsible for ensuring that the Association is following the constitution and that the separate parts of the Association are functioning. The co-chairs will rotate the chairing of the central Board meetings.
  - b) Treasurer: Responsible for monitoring the finance of the Association and completing annual tax and company returns.
  - c) Secretary: Responsible for the administrative tasks such as maintaining the mailing list and taking minutes at Board meetings.
  - d) Membership Secretary: responsible for recording and keeping track of the membership of the Association.
- g) With the exception of Co-chairs, directors may delegate their responsibilities. However, they remain responsible for those responsibilities being carried out.
- h) Questions arising at Board meetings shall be decided by a majority of votes.
  - a) In all proceedings of Board meetings each member must not have more than one vote.
- i) Board meetings are only quorate when two thirds of the members are present.
  - a) The Chairs of the committees can nominate a representative to serve as their proxy at Board meetings.
- j) The central Board can vote to replace a member who has persistently not attended Board meetings.
  - a) If the Board member in question is an elected member then they must be replaced by election from the membership if the Association, to fulfil the remainder of their term.

## **7. Membership**

- i. Membership is open to anyone interested in developing and promoting the objects of the Association.
- ii. The subscribers to the Memorandum are the first members of the Association.
- iii. Such other persons as are admitted to membership in accordance with the Articles shall be members of the Association.
- iv. No person shall be admitted a member of the Association unless he or she is approved by the Board.
- v. Every person who wishes to become a member shall deliver to the Association an application for membership in such form (and containing such information) as the Board require and executed by him or her.
- vi. Members will be required to pay a membership fee, dependent on their circumstances, which will be annually reviewed by the central Board.
- vii. Membership is not transferable to anyone else.
- viii. Membership is terminated if:
  - a) the member dies or ceases to exist;
  - b) otherwise in accordance with the Articles;
  - c) they do not pay their membership fees

## **8. Members meetings**

- i. The Association will hold an annual general meeting for the membership to discuss the development of the association.
- ii. When due the elections for Board members will take place at the annual general meeting.
  - a) Provisions will be made for voting for those who cannot attend the meeting.
- iii. Members of the Association can also submit resolutions in regard to the workings of the Association to be considered at the annual general meeting.
  - a) These resolutions will require a majority of two thirds in a vote to be passed.
  - b) Provisions will be made for voting for those who cannot attend the meeting.
- iv. A person who is not a member of the Association shall not have any right to vote at a general meeting of the Association; but this is without prejudice to any right to vote on a resolution affecting the rights attached to a class of the Association's debentures.