



### **Mission Statement**

The Association for the Study of the Worldwide African Diaspora (ASWAD) is a not-for-profit, tax deductible organization of international scholars seeking to further our understanding of Africa and the African Diaspora, that is, the dispersal of people of African descent throughout the world. Through the examination of history, dance, anthropology, literature, women's studies, education, geology, political science, sociology, language, art, music, film, theater, biology, photography, etc., we seek to share the most recent research both within and across disciplinary and other conventional boundaries. We seek to do this by way of conferences and symposia held periodically, as well as through publications. In addition, we look for ways to share our work with students and the general community. All who share such interests are welcome to join ASWAD.

***July 2025***

***In preparation for our 12th Biennial Conference this fall, the Officers and Executive Board are updating ASWAD's governance documents to comply with changes to New York nonprofit law.***

# **The Constitution of The Association for the Study of the Worldwide African Diaspora (ASWAD)**

Prepared October 2000

Revised January 2022

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## **Article One Name, Objectives, Governance**

### **SECTION 1. NAME**

The name of this organization shall be The Association for the Study of The Worldwide African Diaspora, Incorporated. Its acronym shall be ASWAD.

### **SECTION 2. OBJECTIVES**

The objectives of this organization shall be:

1. To encourage the highest caliber of scholarship regarding Africa and the African Diaspora.
2. To provide regular fora within which scholars can meet and exchange ideas and information.
3. To encourage the publication of research and information on Africa and the African Diaspora.
4. To help educate the public regarding Africa and the African Diaspora.
5. To achieve a praxis, via membership consensus, whereby the organization can

make meaningful interventions into the everyday lives and struggles of people of African descent throughout the world, as invited by those people of African descent.

### **SECTION 3. GOVERNANCE**

1. *The Association for the Study of the Worldwide African Diaspora* (ASWAD) shall be governed by its Constitution and By-Laws, and such other actions as ASWAD and its members may make consistent therewith.
2. The organization shall be as follows:
  - a. The Executive Board
  - b. The Program Committee
  - c. The Nominating, Elections, and Amendments Committee
  - d. The Prize Committee(s)
  - e. The Ad Hoc Committee(s)

#### **Article Two Membership and Affiliation**

Membership in ASWAD is open to all, both scholars and other interested persons. There are various categories of membership and corresponding levels of dues. All levels of dues will be set by the Executive Board.

### **SECTION 1. FULL ACADEMIC MEMBERSHIP.**

A full academic member of ASWAD is any person employed in the academy for a given membership year.

### **SECTION 2. STUDENT MEMBERSHIP.**

A student member of ASWAD is any college/university student.

### **SECTION 3. GENERAL MEMBERSHIP.**

This membership is applicable to any person who does not belong to either of the first two categories.

### **SECTION 4. RETIREMENT MEMBERSHIP.**

Any person who has retired.

### **SECTION 5. INSTITUTIONAL MEMBERSHIP.**

This membership is applicable to collective or corporate entities, such as universities, or

units within universities.

#### **SECTION 6. LIFETIME MEMBERSHIP.**

Any individual can qualify for this category of membership. **SECTION 7.**

#### **RENEWAL OF MEMBERSHIP.**

Membership is renewed through paying dues, and all members must renew their membership annually (except for Lifetime Members) in order to be in good standing. The membership/fiscal year coincides with the calendar year. In an election year, members must renew by March 31 in order to vote or stand for election.

#### **SECTION 8. QUALIFICATION OF MEMBERSHIP.**

All rights and privileges outlined in this document are applicable only to members in good standing; that is, those who have annually renewed their membership (except for Lifetime Members, who need not renew their membership).

### **Article Three The Executive Board**

#### **SECTION 1. BOARD MEMBERS.**

The Executive Board shall consist of no more than twenty (20) persons, including: a President, a Vice-President, a Secretary, and Treasurer.

#### **SECTION 2. TERMS AND TERM LIMITS.**

Members of the Executive Board shall serve for one term of six (6) years. (Note: Those voted to the Executive Board in the 2005 election will have the option of serving only four years.)

Individuals may stand for election to serve a second term, but no one is permitted to serve more than two terms (or twelve years) on the Executive Board. The President, Secretary, and Treasurer shall each serve for one (1) term of four (4) years. The Vice-President shall serve one (1) term of two (2) years. Election to the Executive Board will be staggered so that approximately one-third of the Board is replaced every election. This will help ensure both continuity and stability. In the event that any Executive Board member cannot serve out the

remainder of their term, the Executive Board will appoint a person as a replacement to serve out the remainder of the term until regularly scheduled elections are held. The years served in this term count towards the twelve-year limit. In the event that any Executive Board member is or shall be found derelict, incompetent, or guilty of malfeasance, the Executive Board, by a three-fourths (3/4) majority vote, shall remove and replace that Executive Board member.

### **SECTION 3. GRADUATE STUDENT REPRESENTATIVES**

ASWAD shall encourage student perspectives and the cultivation of new leadership by reserving two positions on the Executive Board specifically for graduate student representatives. Graduate student Board members are nominated and voted upon by the Executive Board, and serve two-year terms. If a graduate representative completes the requirements for the Ph.D. before their term expires, they will vacate the position and the Board will elect another representative to fill the vacancy. Graduate student members should be active members of ASWAD but are not required to have attended a prior conference. Prospective graduate student members must be nominated by an existing Board Member, who must provide the nominee's CV and a statement of support no longer than 500 words. If, after completing their degree, a former graduate student representative would like to stand for election to the Board as a regular Board member, the two years spent as a graduate representative will not count towards their twelve year limit.

### **SECTION 4. DUTIES**

1. The Executive Board shall be responsible for the overall governance of ASWAD, and shall act for the body when it is not in session.
2. The Executive Board shall appoint officers and committees as it deems necessary to carry out the objectives of ASWAD. This includes the office of Parliamentarian, who shall be responsible for 1) maintaining order at all business meetings at the general convention in accordance with *Robert's Rules of Order*, and 2) organizing the process for amending the Constitution.
3. The Executive Board shall enforce the objectives, rights, and wishes of the membership.

## **Article Four Officers, Executive Board Members, and Advisory Board Members**

**SECTION 1. EXECUTIVE OFFICERS AND EXECUTIVE BOARD MEMBERS.** The Executive Officers of ASWAD shall consist of a President, Vice-President, Secretary, and Treasurer.

### **SECTION 2. QUALIFICATIONS, ELECTIONS, TERMS, AND DUTIES**

#### **1. The President shall:**

- a. Be a member of ASWAD in good standing and have been so for at least two (2) years prior to election; have attended at least one biennial conference; and already be a member of the Executive Board
- b. Be the chief administrative officer of ASWAD, with responsibilities that include:
  - i. Providing administrative direction for the program, policies, and procedures recommended by the Executive Board and approved by ASWAD
  - ii. Preside at meetings of the Executive Board and general meetings of ASWAD
  - iii. Appoint Standing and Ad Hoc Committees, subject to approval by the Executive Board Serve as an ex-officio member of all Standing

#### Committees

- a. Calling meetings of the Executive Board, including special or emergency meetings when necessary
- b. Representing, or arranging the representation of ASWAD in its interactions with other organizations and groups
- c. Authorizing and approving disbursement of monies in the name of ASWAD
- d. Serving, along with the Treasurer, as the officer financially and legally responsible for ASWAD
- e. Approving all organizational expenditures that exceed \$500
- f. Performing other duties as directed by the Executive Board and the membership of ASWAD
- g. Serving as a member of the Advisory Board for an additional two (2) years following the completion of their term as President

**2. The Vice-President shall:**

- a. Be a member of ASWAD in good standing and have been so for at least two (2) years prior to election; have attended at least one biennial conference; and already be a member of the Executive Board
- b. Serve as the primary coordinator of the biennial conference, including serving as the liaison between the Program Committee and the Local Arrangements Committee
- c. Assume all responsibilities of the President when the President is unable to perform her/his role

**3. The Secretary shall:**

- a. Be a member of ASWAD in good standing and have been so for at least two (2) years prior to election, and have attended at least one biennial conference; and already be a member of the Executive Board
- b. Assume responsibilities that include:
  - i. Recording and keeping all records, minutes, and correspondence of ASWAD
  - ii. Notifying Executive Board/Membership-at-large of any and all meetings of ASWAD
  - iii. Keeping an archival record of all ASWAD publications
  - iv. Submitting annually and in writing to the membership the membership enrollment of ASWAD

**4. The Treasurer shall:**

- a. Be a member of ASWAD in good standing and have been so for at least two (2) years prior to election, and have attended at least one biennial conference; and
- b. Already be a member of the Executive Board
- c. Have received training in the membership and/or financial database platforms used by ASWAD, and prior to nomination, have demonstrated proficiency in managing these resources. Assume responsibilities that include:
  - i. Record and keeping all records, minutes, and correspondence of ASWAD
  - ii. Serve as the officer in charge of the collection and disbursement of funds for ASWAD
  - iii. Serve, along with the President, as the officer financially and legally responsible for ASWAD
  - iv. Collect and maintain a record of all members of ASWAD, submitting the same in writing every year to the President and the Secretary
  - v. Report to the membership, on an annual basis, a statement of ASWAD's finances, including revenues and expenditures

- vi. Maintain full and accurate accounts of all financial receipts/disbursements by ASWAD
- vii. Deposit all monies in bank accounts/depositories selected by the Executive Board
- viii. Supervise the annual filing by a licensed Certified Public Accountant of ASWAD's taxes via the requisite tax forms
- ix. Report all expenditures over \$500 to the President for approval
- x. Withdraw funds through the preparation of financial vouchers for the countersignature of the President
- xi. Keep a permanent record of all financial vouchers, the contents of which show name of creditor or person to whom funds are paid date reason or purpose of payment balance, if any
- xii. Make all financial contracts for ASWAD with the approval of the Executive Board, including hotel/convention sites for ASWAD
- xiii. Submit to the Executive Officers, on a biennial basis, a detailed report of ASWAD's revenues, expenses, and costs associated with the biennial conferences
- xiv. Serve as an ex-officio member of all Standing Committees whose functions involve the collection/disbursement of funds designated by the Executive Board or membership-at-large
- d. Each executive Board member except for Graduate Student Representatives shall include:
  - i. Be a member of ASWAD in good standing and have been so for at least (2) years prior to election and have attended at least one biennial conference
  - ii. Attend at least (2) of the three (3) biennial conferences that will have convened during their term of office

### **SECTION 3. ADVISORY BOARD**

ASWAD shall have an Advisory Board, composed of previous Executive Board members in an effort to take full advantage of the expertise and organizational memory represented in the former members of the Executive Board.

- a. Eligibility: All former members of the ASWAD Executive Board, including officers, are eligible to serve on the Advisory Board upon completion of their term of office in good standing.
- b. Former Directors/Presidents shall serve on the Advisory Board for four years following completion of their term of office. After completion of that four-year term, former Directors/President may be selected by the Executive Board for additional terms.
- c. Term of Office: The term of office for the Advisory Board shall be four years,



with start and end dates coinciding with that of the Executive Board. Terms are renewable.

- d. Number of Members: The total members of the Advisory Board shall be a maximum of 10.
- e. Responsibilities: The responsibilities of Advisory Board Members shall be to:
  - i. participate in the administration of ASWAD by assisting the Executive Board in their duties in a non-voting capacity.
  - ii. Formal members of the Advisory Board will have a specific assigned responsibility for their two-year term.
  - iii. participate in email exchanges and open meetings not restricted to officers and/or the Executive Board, including the meetings at the biennial conferences
  - iv. serve in on ASWAD committees at the discretion of the officers should the situation arise, although preference will be given to new members in an effort to cultivate new generations of ASWAD leadership
  - v. add the following below their email signatures:
    - 1. “Advisory Board Member, The Association for the Study of the Worldwide African Diaspora (ASWAD)” [aswadiaspora.org](http://aswadiaspora.org)
- f. Selection: The members of the Advisory Board shall be appointed by the members of the Executive Board. Selection and notification will take place no more than three months after the biennial conference meeting and the outlining of administrative objectives
  - i. Candidates for the Advisory Board should provide a brief statement of how they intend to contribute to the administration, goals, and development of ASWAD
  - ii. The Executive Board may consider creating a list of specific projects, initiatives and priorities so that Advisory Board members can determine how best to assist the work of the administration
- g. Termination: Should a member of the Advisory Board be deemed by the officers to have acted in a manner contrary to the interests of ASWAD, s/he shall be removed from the Advisory Board by a three-fourths (3/4) majority vote.

All former members of the Executive Board may elect to be included in general mailings, regardless of their membership on the formal Advisory Board. Those members are responsible for keeping their contact information updated with ASWAD.

## **SECTION 4. PROCEDURES OF ACCOUNTABILITY**

1. Officers who handle funds, the President and the Treasurer, must submit an annual report to the Executive Board that specifies all deposits and expenditures.
2. All financial accounts must be audited on an annual basis by an independent professional firm selected by the Executive Board.

### **Article Five Standing Committees**

The following committees shall be appointed by the President of ASWAD with the approval of the Executive Board: the Program Committee, the Elections and Amendments Committee, the Prize Committee(s), and the Ad Hoc Committee(s).

1. The Program Committee shall prepare the program for the biennial General meeting and the intervening symposia, in consultation with the President.
2. The Elections and Amendments Committee shall present the names of candidates for various offices to the Executive Board, to be elected by the membership-at-large. This committee shall also be responsible for preparing items for veto, amendment, and rescission, as outlined in the By-Laws.
3. The Prize Committee(s) shall determine those publications and productions deserving of honors and awards every two years.

### **By-Laws**

## **SECTION 1. MEETINGS**

1. The Executive Board shall meet at least once a year.
2. At each biennial conference, there will be a meeting of the outgoing Executive Board prior to the general business meeting; and a meeting of the incoming Executive Board at some point following the general business meeting.
3. The Executive Board shall also convene at other times as the need arises.
4. Twelve (12) Executive Board members shall constitute a quorum.
5. Voting members shall be the entire elected membership of the Executive Board.
6. The general business meeting shall take place at the general biennial

conference, and shall be restricted to all members, at which time policies shall be set for the next two years.

7. Items to be voted on at the general business meeting must appear on an agenda approved by the Elections and Amendments Committee and prepared by the Secretary and circulated, with due notice and in advance, to all members. Notification via the internet members is an acceptable means of communication.
8. Members not in attendance at the general business meeting must be given two (2) months to vote (via mailed ballots) on all additional items raised at the general business meeting before the issue is resolved.
9. A majority vote shall be necessary to carry all voting measures.
10. Any act, decision, or resolution made by the Executive Board may be vetoed, amended, or rescinded by a simple majority vote of the membership-at-large.
11. Any member can initiate an item for veto, amendment, or rescission by submitting a written request to the Elections and Amendments Committee for review and action. If approved by that committee, the item will then be added to the agenda described in part F of this section for resolution as outlined in this section.
12. Proxies shall not be valid at general business meetings. Absentee ballots, however, shall be available for members who cannot attend the biennial meeting.
13. Any decision or resolution adopted at the general business meeting of ASWAD may be vetoed, amended, or rescinded by a simple majority vote of the membership-at-large at subsequent business meetings at the biennial general conference.

## **SECTION 2. DUES**

Dues paid in full are required for membership to be in good standing and are to be paid every two years.

## **SECTION 3. ELECTIONS**

1. Elections will take place every two years, in April of the biennial meeting
2. Nominations for elected officials should be sent in writing to the Elections and Amendments Committee six months prior to the election, after the membership-at-large has been solicited for nominations by the Elections and

Amendments Committee.

3. After determining the eligibility of the candidates, the Elections and Amendments Committee will submit the candidates' names to the Executive Board.
4. All candidates should provide a brief biography and a statement explaining their interest in holding office, to be distributed to the membership-at-large.
5. Ballots will be mailed and must be returned one month prior to the general biennial conference.

These By-Laws may be amended by a majority vote of members at any business meeting during the biennial general conference.