

THE CONSTITUTION FOR IGBO STUDIES ASSOCIATION¹

PREAMBLE:

The Igbo Studies Association (ISA) is a professional, nonprofit organization based in the United States of America (USA) with the mission of developing and advancing scholarship of Igbo studies. ISA shall be registered and operated as a 501(c)(3) organization under the US Internal Revenue Service Code and exemption requirements.(or anyone interested)

Membership is open to all academicians, students, and practitioners or professionals engaged or interested in the study and scholarship of Igbo people, society, and culture.

ARTICLE 1: NAME

1. The name of the organization shall be “IGBO STUDIES ASSOCIATION,” abbreviated to “ISA” and shall hereinafter be referred to as “the organization.”

2. *The officers of the organization may receive official correspondences of the organization at any address of their choosing, with due notification to members.*

ARTICLE II: AIMS & OBJECTIVES

1. The aims of the organization shall be:

- a. *To promote and encourage scholarship in IGBO Studies.*
- b. *To forge intellectual links among members of the organization and network with scholars, policy makers, and activists inside and outside USA.*
- c. *To participate actively and collaboratively in continental and global debates with interested organizations in the U.S., Nigeria and other countries on issues specifically relevant or related to Igbo studies.*
- d. *To work actively for the promotion of the Igbo language with interested organizations and/or institutions in diverse regions of the world.*
- e. *To promote knowledge of Igbo economic, social, cultural, political and technological development.*

ARTICLE III: FUNCTIONS OF THE ORGANIZATION

1. In pursuance of the aims and objectives enumerated in ARTICLE II (a-e) above, the organization will perform the following functions:

¹ As amended effective April 9,2010.

- a. *Organize scholarly conferences, seminars or workshops as approved by the membership.*
- b. *Arrange and sponsor panels whenever possible at professional conferences in which ISA members are active in order to facilitate diverse forms of scholarly interchange globally.*
- c. *Encourage and undertake collaborative projects with members and other scholars globally.*
- d. *Facilitate faculty and student exchanges with universities/colleges in Nigeria and elsewhere whose scholarship is focused on Igbo studies.*
- e. *Endeavor to establish appropriate media for the pooling and dissemination of information, including but not limited to works in progress, new studies, research updates and pedagogy.*
- f. *Create, establish and/or carry out any other functions and activities that may from time to time arise and are considered to be incidental and conducive to the realization of the above objectives.*
- g. *To establish and manage an Igbo Endowment Fund for the promotion of Igbo Studies.*

ARTICLE IV: MEMBERSHIP & DUES

1. *Membership of the organization is open to scholars, students and other professionals and anyone interested everywhere committed to promoting scholarship/studies in all disciplines of Igbo culture and development.*
2. a) *There shall be a one-time membership registration fee of twenty five dollars (\$25.00) which is due at the time of registration.*
 b) *The annual membership dues shall be as follows:*

<i>Regular members</i>	<i>\$40.00</i>
<i>Students</i>	<i>\$20.00</i>
<i>Members resident in Africa</i>	<i>\$15.00</i>
<i>Life members (one time)</i>	<i>\$1,000.00</i>
3. *All membership dues shall be paid annually and are due between January 1-March 30 of every year. The Executive Committee will review the dues and registration fees when appropriate.*
4. *Failure of any member to pay dues and/or registration fees when payable will result in ineligibility of such a member to hold office and/or to vote, until he/she updates his/her financial standing in the organization.*

5. *The membership dues do not include any conference fee or other fees that may, from time to time, be determined by the general membership to help fund the organization's activities.*

ARTICLE V: STRUCTURE AND GOVERNANCE

The following constitutes the structure of the organization:

1. Advisory Board:

- a. *The Advisory Board shall be comprised of five members, with the primary role of advising the Executive Committee and assist in the Organization's fundraising and development.*
- b. *Members shall be nominated and elected by simple majority of active members at the Annual General meeting of the organization.*
- c. *Elected Board member shall serve a term of 3 years. Each member may serve no more than two (2) consecutive terms.*
- d. *The officers of the Board shall consist of a Chairperson and Secretary who shall be elected at the beginning of each term by the board members.*
- e. *The Chairman shall preside over all the meetings of the Board.*
- f. *The Secretary shall maintain all the records of the Board, including minutes of meetings and all correspondences of the Board.*
- g. *In the absence of the Chairman, the Secretary shall preside over Board meetings and an interim secretary appointed to record the minutes.*
- h. *Three (3) members of the Board shall form a quorum for all Board deliberations and decisions.*
- i. *The Board shall meet at least once(1) in a calendar year and such meetings shall be dedicated only to discussion and advise on the Executive Committee's Annual budget, proposals and audit of the organization's accounts.*
- j. *The Board shall from time to time adopt guidelines that will help in fulfilling its advisory roles.*
- k. *The Board shall be responsible for appointing 3 election returning officers to conduct all elections of the organization at least 1 month before the scheduled election.*

2. Executive Committee

- a. *The Executive Committee shall consist of the following officers of the organization: The President, Vice President, Secretary, Treasurer, Public Relations Officer, with the immediate past President and Secretary of the ISA and Annual Conference Chair as ex-officio members.*
- b. *The organization shall be governed by the Executive Committee comprising all the officers enumerated in Article V 2(a) above.*
- c. *All officers of the executive committee shall be elected to a term of two years and be eligible for another term not to exceed four years (two terms) in one office. Officers shall be eligible for election into another office in every election cycle.*

- d. *The Vice President shall have automatic succession to the office of President in the event of the resignation of the President or his/her incapacitation to conduct the affairs of the Organization before the end of his/her 2 year term. The Vice President shall serve out the remainder of the President's current term. Incapacitation can be as a result of ill health, death, relocation outside the US or conduct that is potentially detrimental to the interests of the organization. The Board shall appoint a vice President to fill the vacancy created by this succession.*
- e. In the event of a vacancy in the Executive Committee due to resignation or incapacitation of an officer other than the President, the Board shall select and recommend a member in good standing to serve out the remainder of the term on the approval of a simple majority of members by electronic vote or at a general meeting, whichever comes first, *or is most feasible.*
- f. Only members in good financial standing may nominate or be nominated for election to any office in the organization.
- g. No member shall hold more than one office at a time.
- h. The election of members of the executive committee shall be conducted at the Annual General Meeting of the organization (*the ISA Annual Conference*) or by mail/electronic ballot when necessary.

3. General Membership:

The General membership shall consist of all members of ISA in good financial standing and shall be vested with the following responsibilities:

- a. *All members of the organization are vested with the duty of promoting the organization and soliciting funding for its projects.*
- b. *Fulfill their financial obligation to the organization.*
- c. *Actively participate in activities of the organization, including serving in available or needed positions or assignments.*

ARTICLE VI: POWERS & DUTIES OF ELECTED OFFICERS

The President shall be vested with the following functions:

- a. Head the executive committee, *serve as the official spokesperson of the organization, and a signatory to the organization's accounts and contracts.*
- b. Conduct the annual general meeting.
- c. *In consultation with the Executive Committee form ad hoc committees within the organization to carry out specific functions.*
- f. Make contact with other organizations with a view to widening the organization's scope of activities and interactions.

- g. Any and other functions which members agree to bestow on the office of President in a properly constituted meeting.

The Vice-President shall be vested with the following functions:

- a. Assist the President in discharging his/her duties.
- b. Head the Executive Committee in the absence of the President.
- c. *Execute other duties and oversee special projects assigned by the President; or any other duties assigned by the general membership in a properly constituted meeting of the organization*

The Secretary shall be vested with the following functions:

- a. Arrange for meetings on the instruction of the *President*.
- b. Send out notices of meetings to members.
- c. Keep a register and contact/e-mail address of members of the organization.
- d. *Record and disseminate minutes of meetings to members.*
- e. Collect dues/fees and transfer same to Treasurer for deposition in organization's account.

The Treasurer shall be vested with the following functions:

- a. *Deposit all monies into the organization's account.*
- b. Keep proper accounting of the revenue and expenditure of the organization.
- c. Invest funds of the organization in interest yielding account until required.
- d. *Maintain and manage organization's bank account in an appropriate bank in the US.*
- e. *Disburse funds for all accounts payable and expenditures authorized by the General membership or Executive Committee.*
- f. *Prepare/Present annual financial report of the organization.*

The Public Relations Officer shall be vested with the following functions:

- a. *Disseminate information about the organization and its programs, projects and activities to the public by advertising in appropriate journals, magazines, newspapers, including but not limited to the use of the Internet and relevant journals of African Studies.*

- b. *Maintain a list of all members and allied organizations.*
- c. *Lead the effort of the Organization to recruit more members.*

ARTICLE VII: MEETINGS AND PROCEEDINGS AT MEETINGS

1. Annual General Meeting

- a. The Annual general meeting of the organization shall *be held at the ISA Annual conference, and shall* be held within twelve calendar months and no later than fourteen months from the date the last annual general meeting.
- b. *In addition, a general business meeting may be held during the African Studies Association Annual meeting.*

2. Quorum at Meetings

- a. A quorum shall be formed if 1/3 of the registered members of the organization are present in person at a meeting.

3. Voting

- a. *Each registered member in good financial standing is entitled to one vote. Good standing here means payment of membership dues.*
- b. *The President shall vote only to break a tie.*

4. Conduct at Meetings

- a. Meetings will be presided over *by the President, or by the Vice-President in the absence of the President.*
- b. *In the absence of both the President and the Vice-President, the Secretary shall preside over meetings.*
- c. *In the absence of the Secretary, the Treasurer will preside over meetings.*
- d. Decisions on issues at meetings can either be accepted unanimously or decided by *simple majority vote (51 % of those voting), except where otherwise stated elsewhere in the Constitution.*
- e. Voting at meetings can be in person or by proxy, provided that any member who is standing as proxy for another member for purposes of a particular meeting shall notify the Secretary in writing at least two hours before the voting exercise.

- f. *Voting for ordinary decisions shall be by a show of hands excluding voting for elective office which shall be by secret ballot or by mail, unless a simple majority of the members votes for a secret ballot..*
- g. *Annual General Meeting shall be held at the venue of the ISA Annual Conference.*
- h. *Meetings of the organization shall be conducted according to the Roberts Rules of Order.*

5. Notice of Meeting

- a. Members must be notified of a meeting by the Secretary of the organization before the meeting. Such notice shall be by regular or electronic mail at *least 14 days before the meeting*.
- b. Information included in a notice of meeting should include but not limited to venue, date and time.
- c. Notice of an annual general meeting shall include an agenda to be discussed at the said meeting.
- c. Actual notice of a meeting is deemed to be given to a member if the member is informed of the meeting by the mode enumerated in ARTICLE VII (Section 5a-b.) above.

ARTICLE VIII: SUSPENSION AND MODIFICATION OF THE CONSTITUTION

1. A motion to amend or modify this constitution or any part thereof may be moved by any active member in written form at the *annual* general meeting. In addition, *the Executive Committee may propose amendment(s) to the constitution, to be communicated to the members at least ten days prior to its deliberation at the ISA Annual general meeting; if such amendment is adopted at the said meeting, it may become effective as voted by the membership.*
2. No discussions of the amendment, *unless where otherwise decided by the members*, shall take place at the meeting in which the motion to amend the constitution was moved. However, a written copy of the amendment shall be made available to members prior to the next meeting so that the said amendment can be discussed and accepted or rejected.
3. An amendment so proposed shall be adopted if at least two thirds 2/3 (two thirds) of eligible members present vote in favor of the amendment.
4. A motion to suspend the constitution or any part thereof shall be upheld when at least 2/3 (two thirds) of eligible members present vote in favor of the suspension.

5. That portion of the constitution which has been suspended may be reinstated when at *least* 2/3 (two thirds) eligible members present vote in favor of reinstatement.

ARTICLE IX: ADOPTION AND FORCE

1. This constitution shall be considered in force when $\frac{3}{4}$ (*three-quarters*) of the members at the inaugural meeting in Philadelphia, in November 1999 vote to adopt this constitution as written.
2. Upon adoption, this constitution shall come into force and be binding on all members of the organization.

ARTICLE X: INTERPRETATION

1. Properly constituted meeting means a meeting convened by 1/3 or more of registered members.
2. Registered members means members who have paid their registration fee.
3. Members in good financial standing means registered members who are up to date with all their dues or *financial obligations*.

ARTICLE XI: LIMITATIONS AND DISSOLUTION:

1. *No part of the net earnings of the organization shall accrue to the benefit of any member, officer of the organization, or any private individual, except as*
 - i) *Reasonable compensation or reimbursement paid for services rendered*
 - ii) *Expenses incurred on behalf of the organization in effecting its purposes*
2. *The organization shall not conduct activities not permitted for not-for-profit organizations as they now exist*
3. *The organization shall not undertake any activities outside the scope set forth in Article II under AIMS and Purposes*
4. *Upon dissolution of the organization or the winding down of its affairs, the assets of the organization after payment of all costs and expenses of such dissolution shall be distributed exclusively to charitable causes which qualify under the provisions of not-for-profit organizations of the IRS code and its regulations as they now exist, or as they may hereafter be amended*
5. *None of the assets of the organization shall be distributed to any member, officer, or private individual.*