



This Constitution sets forth the fundamental principles and basic organizational structure of the Caribbean Studies Association, hereafter referred to as the Association.

The Association is an independent professional society of interdisciplinary orientation and international membership. Its primary aim is to foster contact, communication and cooperation among scholars, professionals and other persons interested in the study of Caribbean affairs and concerned about the realities and aspirations of the Caribbean peoples. The Association is not formally affiliated with any public or private institution in the Caribbean or elsewhere.

Article I

Name

The official name of this institution is Caribbean Studies Association, Inc.

Article II

Purposes

1. To promote closer contact, communication and collaboration among its members by encouraging, sponsoring, organizing, supporting and carrying out appropriate activities, particularly an Annual Conference organized around themes of significance to the Caribbean's past, present or future.
2. To facilitate the exchange and diffusion of knowledge and information about Caribbean affairs among its members and between them and other individuals and institutions.
3. To stimulate and strengthen Caribbean studies through research, writing and teaching.

*Revised-1977; revised-1980; revised-1986, all approved by Council, by the annual Business Meeting, and all passed by a majority of the members of the Association voting in a referendum.

Revisions of the Constitution and By-Laws were proposed by Council and by majority vote during the Business Meeting at the CSA Annual Conference in Mérida, México, May 1994; they were submitted to the membership for ratification via mail ballot and passed May 16, 1995.

4. To establish and maintain contact and cooperation with other institutions and individuals within and outside the Caribbean area whose interests and aims are compatible with those of the Association.
5. To contribute to the expansion of the CSA's influence, in regard to Caribbean policy issues.

Article III *Membership*

1. Membership in the Association shall be open to any person actively interested or engaged in study, research, writing or teaching, and in the advancement of knowledge about Caribbean affairs.
2. Membership in the Association is established by payment of annual dues on a calendar year basis, from January through December. A member in good standing is one who has paid the specified dues for the current year. Only members in good standing can vote and are eligible for election or appointment as officers.
3. Members in good standing are entitled to receive free of charge the *Caribbean Studies Newsletter*, official organ of the Association, and other publications of the Association with or without charge, as applicable. They shall also have the right, upon payment of the required registration fee, to participate in the Annual Conference and in the Annual Business Meeting.
4. Membership in the Association is open to individuals only. Institutions, however, may subscribe to the *Newsletter* at the established institutional subscription rate.
5. Academic professional organizations, whose interests and aims are compatible with those of the CSA, are eligible to become associate institutional members, at no charge, on a reciprocal basis, by means of an exchange of letters; non-academic multilateral organizations, as well as universities, may become associate institutional members on the basis of special annual fees; each CSA past president shall be designated an honorary life member of the Association, upon completion of his or her term of office.
6. **Academic professional organizations will become eligible for CSA membership. This shall be available to universities. Past presidents should**

have honorary Life membership upon completion of their term of office [Executive Council Meeting #2 Merida Mexico May 1994.1 [[note: this differs from #5]

Article IV
Officers

1. The Association's elected officers shall be the President, the Vice President and seven (7) Council members. The terms of office for the President and Vice President shall be for one year; each of the seven (7) elected Council members will have a two year term of office, with the possibility of only one additional consecutive term; terms of office shall commence and terminate at the close of the Annual Business Meeting, regardless of the calendar period elapsed between Meetings.
2. The President is not eligible for re-election.
3. All other elected Council members are eligible for successive re-elections but none may serve more than three (3) consecutive terms at a time.
4. The appointed officers of the Association are the Secretary-Treasurer, the Editor of the *Newsletter* and the Chairperson of the Conference Program Committee. They shall be chosen by the Council and be responsible to it.
 - a. The Secretary-Treasurer shall be appointed for a three (3) year term. He/She shall be eligible for appointment to a second term, or the initial appointment may be extended for additional periods of one year or less as determined by the Council.
 - b. The *Newsletter* Editor shall be appointed for an indefinite term subject to annual review and reconfirmation at the time of the Annual Conference.
 - c. The Chairperson of the Conference Program Committee shall be appointed for a period of about one year, ending with the Annual Conference.
5. The Immediate Past President shall be an ex-officio member of the Council with rights and duties equal to other members.

6. All thirteen (13) members of the Executive Council (elected and appointed) shall have the right to vote, but the appointed positions (Secretary-Treasurer, Program Chair, Newsletter Editor) shall each have one vote only, even when two or more officers share the position.

Article V *Duties of Officers*

1. The President is the Association's chief executive officer and its principal representative and spokesman before other institutions, groups or individuals. The President shall convene and preside over Council meetings and the Annual Business Meeting. He/She shall recommend an annual budget to the Council and oversee the Association's administrative, financial and other business. In the discharge of his/her duties, the President shall seek the views and advice of the Council, particularly on matters involving present or future commitments of the Association.
2. The Vice President is President-elect and automatically succeeds to the Presidency. He/She shall seek and propose to the Council a site and Program Chairperson for the Annual Conference to be held under his/her presidency, and shall assume such duties as the President and the Council shall determine or delegate.
3. The Secretary-Treasurer has primary responsibility for the Association's financial affairs and secretariat services. He/She shall keep the Association's official records and be responsible for its funds. In performing his/her duties, the Secretary-Treasurer will work closely with the President and the Council.
4. The *Newsletter* Editor is responsible for preparing and distributing the quarterly *Caribbean Studies Newsletter*.
5. The Annual Conference Program Committee Chairperson will organize the academic program and extra-curricular activities at the Annual Conference. He/She shall choose panel chairpersons and keynote speakers for plenary sessions and shall designate a Local Committee to assist with local arrangements. In carrying out his/her duties, the Chairperson shall work closely with the President and the Secretary-Treasurer.

Article VI

The Council

1. The Council is the Association's governing body and principal policy-making organ. It shall consist of the President, the Vice President, the seven (7) elected members, the Secretary-Treasurer, the *Newsletter* Editor, the Chairperson of the Conference Program Committee and the Immediate Past President.
2. The Council shall meet at least once a year in conjunction with the Annual Conference, and the President may call special meetings as necessary.
3. Seven (7) members of the Council, including the President or, in his absence, the Vice President as presiding officer, shall constitute a quorum at Council meetings. Council decisions shall be adopted by a simple majority of those members present and voting, except as stipulated in Section 4 of this Article.
4. Extraordinary measures, such as removal of officers or other important actions as determined by the Council, shall require a two-thirds majority of all Council members, whether meeting as a body or by referendum. The determination of what constitutes an extraordinary measure shall also require a two-thirds majority.
5. The principal duties of the Council are:
 - a. To formulate the basic philosophy and general operational policies and procedures of the Association and to orient the pursuit of its aims and objectives.
 - b. To approve the annual budget, set dues, authorize expenditures and regulate the management of the Association's financial affairs.
 - c. To choose the Secretary-Treasurer, the *Newsletter* Editor and the Conference Program Chairperson.
 - d. To select the sites, dates and themes for the Annual Conference.
 - e. To act as Nominations Committee for annual elections or form the basic nucleus thereof.

6. The Council shall fill its own vacancies, either by appointment or election, except in the case of the President and Vice President, unless vacancies occur simultaneously in these two offices, in which case the provisions of Article VIII of this Constitution shall apply.
7. Decisions and actions of the Council shall be subject to review by the Annual Business Meeting.

Article VII

Annual Conference and Business Meeting

1. The Association shall hold an Annual Conference and Business Meeting. At the discretion of the Council, the Conference may be co-hosted or co-sponsored by one or more bona fide, preferably educational, local institutions in the country where the Conference takes place.
2. The Annual Business Meeting, to be held in conjunction with the Annual Conference, shall receive and consider reports and resolutions from the Council or from standing or special committees, entertain individual or collective motions from the chair or the floor and consider other business pertinent to the work of the Association. Decisions made and resolutions adopted at the Annual Business Meeting shall constitute the official policies or views of the Association.
3. Measures considered by the Annual Business Meeting shall require a simple majority of those members in good standing present and voting. Thirty (30) members shall constitute a quorum at the Annual Business Meeting.

Article VIII

Succession

1. In the event the President and Vice President simultaneously vacate their offices, the Secretary-Treasurer, acting as President Pro Tempore, shall immediately notify all Council members of this fact and call an emergency session of the Council within the next fifteen (15) days. While in emergency session, whether meeting together or through formal consultation by the most expeditious means available, the Council shall appoint one of its elected members Acting President. Such appointment shall require the affirmative vote of at least six (6) Council members.

2. If the balance of the unexpired term of the President and the Vice President is six months or more, an election shall be called within thirty (30) days of the Council meeting (or decision) to fill both vacancies. If the unexpired balance is less than six months, the Acting President shall serve in that capacity until a new President is elected and takes office. In the latter case, the Acting President shall direct the Council acting as Nominations Committee to proceed with the arrangements for a general election to choose all the officers for the coming year.

Article IX
Resignation of Officers

An officer may resign his position by notifying the President in writing, with a copy to all Council members. Resignations of Council members shall be considered by the President and, if accepted, will be effective on the date of the notification to the resignee. Resignations of the President or Vice President shall be considered and acted upon by the Council. Should both the President and Vice President resign at the same time, the Council shall proceed in accordance with the provisions of Article VIII of this Constitution.

Article X
Removal of Officers

Proceedings for removal of officers of the Association may be initiated by the President, and/or by one-third of the elected Council members when they believe such removal is justified and in the best interests of the Association. The officer undergoing removal proceedings shall be afforded adequate opportunity for a hearing before the Council, whether in person or in writing. A two-thirds majority vote of all Council members shall be required for removal.

Article XI
Emblem

The official emblem of the Association is the logo printed on the cover page of the *Newsletter*. This emblem shall be used, to the extent possible, on all official correspondence and documents of the Association.

Article XII
Amendments

1. Amendments to this Constitution may be proposed by two-thirds of all Council members and submitted to the membership for ratification via mail ballot. Ratification shall be by a majority of members of the Association voting.
2. Amendments may also be proposed by a majority vote at the Annual Business Meeting or by petition of at least twenty (20) members in good standing.
3. Unless otherwise specified in the amendments, they shall take effect immediately upon ratification.

Article XIII
By-Laws

1. The Council shall prepare and approve By-Laws consistent with this Constitution to elaborate as necessary on substantive or procedural aspects relative to the conduct of Association business.
2. The By-Laws shall become effective upon ratification by a majority of the members of the Association voting in a referendum.

Article XIV
Ratification

This Constitution, revised and approved by the Council at the 5th Annual Meeting and Conference in Curaçao on 9 May 1980, shall become effective upon ratification by a majority of the members of the Association voting in a referendum.



These By-Laws are promulgated pursuant to Article XIII of the Constitution of the Caribbean Studies Association.

Article I
Elections and Nominations

1. The Association shall hold an annual general election to choose the Vice President and seven (7) Council members for the terms specified in the Constitution.
2. The general election shall be held sufficiently in advance of the Annual Business Meeting. The actual dates of commencement and completion of the electoral process shall be proposed by the President and approved by the Council.
3. The Nominations Committee shall be composed of the President, the Vice President, the Secretary-Treasurer and all those elected and appointed Council members who accept to form part of it at the invitation of the President. The President of the Association shall preside over the Nominations Committee and the Secretary-Treasurer shall serve as its Secretary.
 - a. The President, in consultation with the Council, may invite one or more members of the Association in good standing to serve on the Nominations Committee. The Nominations Committee shall consist of no more than fifteen (15) nor less than seven (7) members and it shall always be odd-numbered.
 - b. The Nominations Committee shall determine how many of its members shall constitute a quorum at meetings and a majority for voting purposes.
4. Subject to modification by the Nominations Committee at its own discretion, the Nominations Committee shall canvass the elected Council members who have served less than three consecutive terms to ascertain their willingness to stand for re-election; those willing shall be considered candidates. The Nominations Committee shall also propose candidates from among the general membership.
 - a. Each member of the Nominations Committee may propose no more than

- one (1) nominee for Vice President and no more than three (3) for the Council.
- b. Only members of the Association in good standing as defined in Article III, Section 2 of the Constitution shall be eligible to stand for office.
 - c. All eligible nominees will be asked whether they are willing to stand for election and to serve if elected. All those accepting shall be considered candidates and their names entered on the official ballot.
 - d. In addition to candidates chosen by the Nominations Committee, individual members may propose candidates by submitting to the Nominations Committee petitions signed by forty (40) members in good standing in the case of Vice President and twenty (20) for the Council. The names of candidates thus nominated shall be entered on the official ballot.
5. In the selection of candidates, the Nominations Committee shall endeavor to present a balanced slate, with due consideration given to such factors as disciplinary and geographic diversity, sex and racial or ethnic origin of candidates. It shall also take into account worthy services or contributions of nominees, as well as their leadership potential.
 6. In his capacity as Secretary of the Nominations Committee, the Secretary-Treasurer of the Association shall prepare the official ballot and mail it to all members in good standing. The official ballot shall bear an identifying mark on the reverse side and ballots not so identified shall be considered void.
 7. Returned ballots shall be counted and adjudicated by a Ballot Tabulation Committee appointed by the President; its members may or may not be members of the Association. The Tabulation Committee shall render to the President a report signed by all its members certifying the election results. Voted ballots shall be kept by the Secretary-Treasurer until the following election is held and its results known.
 8. The candidate for Vice President receiving the highest number of votes shall be declared elected.
 9. The seven (7) candidates for the Council receiving the highest number of votes shall be declared elected.

10. Should an elected Council member resign or decline to serve before assuming office, the candidate receiving the next highest number of votes shall be declared elected to fill that seat. The same procedure shall be followed in the case of other such vacancies.
11. Vacancies occurring after the elected person takes office shall be filled by the Council as stipulated in Article VI, Section 6 of the Constitution.
12. The President shall notify all Council members and the newly elected officers of the election results as promptly as possible after receiving the report of the Tabulation Committee. The results will be announced to the membership in the Association's *Newsletter*.

Article II ***Financial Matters***

1. Primary responsibility for the management of the Association's financial affairs shall reside in the Secretary-Treasurer, who shall work under the general guidance of the Council.
2. The Secretary-Treasurer shall:
 - a. Receive and deposit all funds coming to the Association and keep current records of all receipts and disbursements. All Association funds shall be deposited in a savings account at the highest obtainable interest rate. A separate checking account shall be kept and funds will be transferred from the savings account as necessary to cover current expenses.
 - b. Prepare a draft annual budget in coordination with the President, who shall submit it to the Council for approval.
 - c. Prepare an annual financial report detailing income and expenditures and describing the general financial situation; the report shall be presented to the Council at the Annual Conference. Also, he/she shall prepare other financial reports as required.
 - d. Arrange to have the Association's books audited by an outside auditor at least once every three years.
 - e. Collect annual dues and other fees and payments from members. Dues statements will be sent to the membership in January of each year. At least

two reminders will be sent to those members who fail to respond to the initial statement.

- f. Make all disbursements for authorized expenditures for ordinary Association expenses. Expenditures exceeding the sum of US\$1,000 or whatever amount is determined by the Council from time to time, shall require the Council's prior approval.
- g. Reimburse Association members upon presentation of receipts or other bona fide evidence of expenses, for authorized expenses incurred in official Association business. Requests for reimbursement will be itemized and submitted under the requester's signature.

Article III ***Voting***

Except as otherwise stipulated in the pertinent Articles of the Constitution, all ordinary business of the Association shall be transacted by simple majority of those present and voting.

Article IV ***Annual Conference and Business Meeting***

- 1. The general guidelines for the organization and conduct of business, including voting procedures, at the Annual Conference and at the Annual Business Meeting are contained in Article VII of the Constitution.
- 2. The agenda for the Business Meeting shall be prepared by the President and approved by the Council. Members wishing to propose agenda items may do so by submitting them to the President no later than thirty (30) days before the opening of the Conference.
- 3. The official Conference Program shall be printed and distributed to all persons registered for the Conference.

Article V ***Committees***

- 1. The standing committees of the Association are the Nominations Committee

and the Conference Program Committee. *A standing committee of CSA ex-Presidents is established to advise on matters of fund-raising and recruitment* [Executive Council Meeting #2 Merida, Mexico, May 1994]

2. The Council, or the President with the advice of the Council, may appoint special committees as necessary.

3. Resolutions Committee. Pursuant to Sec. 2 of this Article and for the purposes herein stated, the Council shall name a Committee on Resolutions, its members to be appointed by the President, and whose term of office shall be concurrent with that of the President.
 - a. Resolutions, limited to 100 words, shall be submitted to the Secretariat at least 30 days prior to the Annual Business Meeting.
 - b. Each resolution shall deal with only one issue.
 - c. Each resolution shall be a statement of general principle, which can be illustrated as appropriate, by reference to specific cases, events, or circumstances.
 - d. Each resolution shall be signed by at least five (5) CSA members in good standing, one of whom shall be designated by the proposing group as its spokesperson and contact person, to facilitate communication with the Secretariat and the Committee on Resolutions.
 - e. The Committee on Resolutions shall study each proposed resolution and shall make recommendations on each proposal to the Council and to the membership at the Annual Business Meeting.
 - f. In light of discussions on the proposed resolution, and in consultation with the proponents of the resolution, the Committee on Resolutions may revise and/or reformulate the proposed resolution.

 - g. The Proposed resolution, in its final form, shall be submitted to the membership for ratification through mail ballot.
 - h. A simple majority of those voting shall determine whether the resolution has been adopted or rejected.
 - i. The result of such a balloting shall be reported to the membership in the *Caribbean Studies Newsletter* along with the text of the resolution voted upon.
 - j. Copies of resolutions approved by mail ballot of the CSA membership will be sent by the CSA Secretariat to the appropriate individuals and institutions. The *Caribbean Studies Newsletter* will publish the names of those receiving copies of approved resolutions.

- k. Should unforeseen new events preclude the use of normal resolution procedures, then Sections a. and e. of this Article only shall be abridged in the following manner:
 - i. The proposed resolution would be received by the Secretariat and sent directly to the Committee on Resolutions and the Council for discussion. The proposed resolution shall then be submitted to the membership through a mail ballot.
4. Task Forces. The Council shall have the option of naming ad hoc task forces to work on current policy issues and report their findings to the Council and the membership.
- a. By majority vote the Council shall name the task force, with a specific charge and a specific length of time for its existence.
 - b. The President shall appoint the chairperson and the members of each task force.
 - c. The findings of each task force shall be reported to the membership at the Annual Business Meeting and in the *Caribbean Studies Newsletter*.

Article VI

Honorary Membership

With the approval of the Council, any person who has rendered outstanding service to the Association, or who has distinguished himself or herself in any area of Caribbean affairs, may be designated honorary member for one year or more, or granted life membership.

Article VII

Members are encouraged to specify their interest in joining one or more disciplinary work groups, within discrete areas. In order to form a working group, at least 15 CSA members should sign a request to the Executive Council, seeking such status. This request should include specific areas of interests, objectives, and activities to be undertaken. Each working group should elect a coordinator for a two-year term by ballot, show of hands, or voice vote, during the Annual Conference of the CSA. The coordinator shall facilitate continuous collaborative research and communication between working group members and contribute to the purposes of the Association, as described in Article II of the Constitution. The coordinator shall also present annual activity reports to the Executive Council, and only solicit

funding, in the support of the group activities, in coordination with the Secretary-Treasurer. Established working groups, which do not meet for two consecutive years, shall automatically be dissolved. For this purpose, a year shall be defined as the period between any two CSA Annual Conferences.

Article VIII
Termination of Membership

Any member of the Association may submit his or her resignation at any time; this shall become effective upon its written acknowledgement.

Article IX
Dissolution of the Association

1. The Caribbean Studies Association shall be considered dissolved if its membership falls below twenty-five (25) members.
2. If the Association is dissolved, its assets on liquidation shall be distributed to one or more non-profit institutions whose aims and objectives are compatible with those of the Association.

Article X
Amendments

Amendments to these By-Laws may be proposed by two-thirds of all members of the Council, by majority vote at the Annual Business Meeting or by petition of at least twenty (20) members in good standing. Ratification of amendments shall be by mail ballot and require a majority vote of those members in good standing voting.

Article XI
Ratification

These By-Laws, revised and approved by the Council at the 5th Annual Meeting and Conference in Curaçao on 9 May 1980, became effective upon ratification by a majority of the members of the Association voting in a referendum in November 1980.

These By-Laws, revised and approved by Council and by majority vote at the

Annual Business Meeting May 31, 1986, became effective upon ratification by a majority of the members of the Organization voting in a referendum October 9, 1986.

These By-Laws, revised and approved by the Council and by majority vote during the Annual Business Meeting at the 19th Annual Conference in Mérida, México in May 1994, has become effective May 16, 1995, upon ratification by a majority of the members of the Association voting via mail ballot.