

# **BJRI CIO CONSTITUTION**

## **CHARITABLE INCORPORATED ORGANISATION CONSTITUTION**

### **BLACK JUSTICE RESEARCH INSTITUTE**

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#### **CONSTITUTION OF**

#### **BLACK JUSTICE RESEARCH INSTITUTE**

A Charitable Incorporated Organisation (“CIO”)

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#### **1. NAME**

The name of the Charitable Incorporated Organisation (“the CIO”) is:

#### **BLACK JUSTICE RESEARCH INSTITUTE**

The CIO may also operate using the abbreviation:

#### **BJRI**

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#### **2. NATIONAL LOCATION OF PRINCIPAL OFFICE**

The principal office of the CIO shall be situated in:

#### **England and Wales**

The principal operational correspondence address at the date of adoption is:

23 Jersey House

2 Eastfield Road

Enfield

EN3 5UY

United Kingdom

The trustees may amend the correspondence address from time to time as necessary.

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#### **3. CHARITABLE OBJECTS**

The objects of the CIO are exclusively charitable and are for the public benefit.

The objects of the CIO are:

### **3.1 Advancement of Education**

To advance education for the public benefit by:

- conducting, publishing, preserving, and disseminating research,
  - producing educational reports and publications,
  - maintaining public educational archives,
  - promoting evidence-based public-interest analysis,
  - and facilitating lawful public understanding of historical, cultural, institutional, demographic, safeguarding, governance, procedural, and social issues.
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### **3.2 Advancement of Equality and Diversity**

To promote equality and diversity for the public benefit by:

- advancing lawful and evidence-based understanding of protected characteristics,
  - encouraging procedural fairness and equal participation,
  - promoting safeguarding awareness,
  - supporting informed public discussion concerning equality and demographic systems,
  - and facilitating educational analysis relating to institutional participation, public administration, and social inclusion.
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### **3.3 Advancement of Citizenship and Community Development**

To promote citizenship and community development for the public benefit through:

- educational engagement,
- public-interest research,
- archive preservation,
- cultural and historical educational activities,
- and development of lawful educational and analytical resources intended to support informed civic participation and public understanding.

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### **3.4 Advancement of Mental Wellbeing and Safeguarding Awareness**

To advance mental wellbeing and safeguarding awareness for the public benefit through:

- educational research,
- safeguarding-oriented publications,
- public educational materials,
- analytical frameworks,
- and lawful non-coercive educational methodologies intended to promote procedural fairness, proportionality, dignity, and informed participation within institutional and social environments.

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## **4. POWERS**

The CIO shall have power to do anything lawful which is calculated to further its charitable objects or is conducive or incidental to doing so.

The CIO may:

- raise funds,
  - receive grants and donations,
  - publish educational materials,
  - maintain archives and libraries,
  - organise educational events,
  - conduct lawful research,
  - commission reports,
  - employ staff and consultants,
  - collaborate with lawful public-interest organisations,
  - acquire and manage property,
  - maintain websites and digital archives,
  - and undertake all lawful activities consistent with its charitable objects.
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## **5. APPLICATION OF INCOME AND PROPERTY**

The income and property of the CIO shall be applied solely toward the promotion of its charitable objects.

No part of the income or property of the CIO may be paid or transferred directly or indirectly by way of profit to members or trustees except:

- lawful reimbursement of reasonable expenses,
  - lawful remuneration permitted by charity law,
  - or payments expressly authorised by this constitution and applicable law.
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## **6. BENEFITS AND PAYMENTS TO TRUSTEES**

A trustee:

- may be reimbursed for reasonable expenses properly incurred,
- may benefit only where expressly authorised by law,
- and must comply fully with all conflict-of-interest requirements.

No trustee may receive unauthorised private benefit.

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## **7. CONFLICTS OF INTEREST**

The trustees must:

- identify conflicts of interest,
- declare conflicts promptly,
- record conflicts appropriately,
- and manage conflicts in accordance with charity law and good governance practice.

A trustee conflicted in relation to a matter:

- shall not participate improperly in discussions,
  - and shall not vote where prohibited by law or governance rules.
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## **8. LIABILITY OF MEMBERS**

The liability of members of the CIO is limited.

If the CIO is dissolved, members have no liability to contribute to its debts or liabilities beyond any membership subscriptions properly due.

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## **9. MEMBERSHIP**

Membership of the CIO shall be open to individuals and organisations approved by the trustees who:

- support the charitable objects of the CIO,
- agree to uphold its lawful and charitable purposes,
- and comply with governance requirements established by the trustees.

The trustees may establish:

- categories of membership,
- application procedures,
- codes of conduct,
- and membership rules.

Membership decisions must be made fairly and lawfully.

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## **10. TERMINATION OF MEMBERSHIP**

Membership may terminate through:

- resignation,
- death,
- dissolution of a member organisation,
- non-payment of subscriptions where applicable,
- or lawful removal by trustee decision where necessary for safeguarding, governance, lawful conduct, or protection of the CIO.

Any removal process must:

- be procedurally fair,
  - proportionate,
  - and consistent with applicable law.
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## **11. TRUSTEES**

The CIO shall be administered by a board of charity trustees.

The minimum number of trustees shall be:

### **Three (3)**

The maximum number of trustees shall be determined by the trustees from time to time.

Trustees must:

- be legally eligible,
  - support the charitable objects,
  - and act solely in the interests of the CIO and the public benefit.
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## **12. APPOINTMENT OF TRUSTEES**

Trustees may be appointed:

- by the members,
- by ordinary resolution,
- or by trustee appointment procedures established under this constitution.

The trustees may establish:

- nomination procedures,
  - appointment criteria,
  - safeguarding checks,
  - and governance standards.
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## **13. REMOVAL OF TRUSTEES**

A trustee ceases to hold office if:

- disqualified under charity law,
- incapable due to mental or physical incapacity,
- resigning in writing,
- absent without permission for prolonged periods,

- or lawfully removed by proper constitutional procedure.
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#### **14. TRUSTEE DUTIES**

Trustees must:

- act exclusively in the interests of the CIO,
- further the charitable objects,
- protect charitable assets,
- ensure lawful conduct,
- maintain financial oversight,
- ensure safeguarding compliance,
- and uphold good governance standards.

Trustees must act with:

- procedural fairness,
  - evidential discipline,
  - proportionality,
  - neutrality,
  - and reasonable care and skill.
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#### **15. MEETINGS OF TRUSTEES**

Trustees shall hold meetings as reasonably necessary for proper administration of the CIO.

Meetings may occur:

- physically,
- digitally,
- or by hybrid means.

The quorum shall be:

**Three trustees**

or such higher number as determined by the trustees.

Decisions shall normally be made by majority vote.

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## **16. RECORDS AND ACCOUNTS**

The trustees shall ensure that:

- accurate financial records are maintained,
- proper accounting procedures are followed,
- annual reports are prepared,
- and all applicable legal and regulatory obligations are complied with.

The CIO shall maintain:

- governance records,
  - trustee records,
  - financial records,
  - safeguarding records,
  - and archive records as reasonably necessary.
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## **17. SAFEGUARDING AND PUBLIC PROTECTION**

The CIO shall operate with appropriate regard to:

- safeguarding,
- dignity,
- lawful conduct,
- equality obligations,
- proportionality,
- procedural fairness,
- data protection,
- and public protection responsibilities.

The trustees may establish:

- safeguarding procedures,
- complaints procedures,

- privacy policies,
  - and governance policies.
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## **18. POLITICAL NEUTRALITY**

The CIO shall remain:

- independent,
- non-party-political,
- evidence-based,
- and educationally focused.

The CIO shall not support or oppose political parties.

The CIO may engage in lawful public-interest educational activity consistent with charity law and its charitable objects.

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## **19. ALTERATIONS TO THE CONSTITUTION**

This constitution may be amended in accordance with:

- charity law,
- applicable regulations,
- and proper decision-making procedures.

No amendment may authorise non-charitable purposes.

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## **20. DISSOLUTION**

If the CIO is dissolved:

- remaining assets must be transferred to another charitable organisation or organisations with similar charitable purposes,
- and may not be distributed privately to members or trustees.

The trustees shall determine the recipient charitable organisation(s) in accordance with charity law.

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## **21. INTERPRETATION**

In this constitution:

- “CIO” means Charitable Incorporated Organisation,
- “trustees” means charity trustees of the CIO,
- and words importing one gender include all genders where appropriate.

This constitution shall be interpreted consistently with:

- the Charities Act 2011,
- applicable regulations,
- and the law of England and Wales.

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### **ADOPTION OF CONSTITUTION**

This constitution was adopted on:

Date: \_\_\_\_\_

Signed by the founding trustees:

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Name: \_\_\_\_\_

Signature: \_\_\_\_\_

Address: \_\_\_\_\_

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Name: \_\_\_\_\_

Signature: \_\_\_\_\_

Address: \_\_\_\_\_

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Name: \_\_\_\_\_

Signature: \_\_\_\_\_

Address: \_\_\_\_\_