

ECOLOGICAL SOCIETY FOR EASTERN AFRICA

Charter

PREAMBLE

WHEREAS natural resources and healthy environment contribute significantly to the wellbeing and improvement of livelihoods of the people in the East African region and their national economies;

AWARE of the immense threats to natural resources and the overall environment that undermine sustainable development and continued access to services;

RECOGNIZING the role of research in generating and disseminating knowledge on which environmental policy decisions, guidelines and practices should be based;

AWARE of the research capacity limitations of individuals, institutions and countries;

RECOGNIZING the need to create a critical mass of ecological research capacity in Eastern Africa; and

Convinced of the key role that an ecological society can play in such important endeavors;

NOW, THEREFORE, members of the First Board of Trustees, whose names and signatures appear in Annex 1 agree to establish an Ecological Society for Eastern Africa as per the following articles:

ARTICLE I: ESTABLISHMENT AND NAME

There is hereby established an Ecological Society for Eastern Africa, hereinafter referred to as ESEA or The Society.

ARTICLE II: LOCATION

Subject to the conclusion of the necessary protocols the headquarters of ESEA shall be in any East African country from where it can best achieve its objectives.

ESEA may establish additional operational units when and where it deems necessary.

ARTICLE III: LEGAL STATUS

ESEA is an autonomous, not-for-profit organization consisting of a Board of Trustees appointed pursuant to Article VII.

ESEA shall possess full juridical personality.

The signatories to this Charter shall not be held responsible, individually or collectively, for any debts, liabilities or other obligations of ESEA.

The Society, its personnel, their families and dependants shall enjoy such privileges and immunities as are detailed in an agreement with the Host Government.

ARTICLE IV: VISION, MISSION AND OBJECTIVES

Vision:

Sustainable development through wise use of of the natural resources for prosperity and future of the peoples of Eastern Africa.

Mission:

To promote sustainable development through high quality research, education, technological innovations, and information and resource sharing.

Objectives:

The overall objective is to coordinate the collation and dissemination of information relating to ecology in Eastern Africa for sustainable natural resource management and conservation of biodiversity.

Specifically:

- a. Facilitate exchange of information and provide a link for communication about ecology;
- b. Contribute to high quality relevant research and promote sustainable utilization of resources;
- c. Alert, provide policy advice on trans-boundary natural resources and other relevant information;
- d. Raise regional awareness on ecological issues;

- e. Encourage the publication and sharing of research results, management and monitoring strategies;
- f. Promote professional capacity building and enhance technological skills
- g. Promote ecological considerations in the context of socio-economic development
- h. Promote communication of best practices through outreach activities
- i. Encourage green technologies and innovations
- j. Highlight the use of science and clean technology in solving societal problem
- k. Share knowledge through forums and professional communication
- l. Act as a linkage between and among experts, institutions, networks and other stakeholders concerned with ecological issues in the region;
- m. Facilitate the mobilization of resources for critical activities in management of natural resources;
- n. Provide technical guides and manuals on research and management of natural resources for Eastern Africa;
- o. Advocate science based decision making;
- p. Recognize and/or Honor individuals, groups, institutions registering remarkable achievement (s) in the field of Environment, Natural Resources and related areas; and
- q. Carry out any other specific actions that promote achievement of the overarching objective of ESEA.

ARTICLE V: POWERS

The Network, in furtherance of its objectives, may exercise any or all of the following powers namely, the power to:

- (i) enter into contracts or agreements with governments, national, regional and international organizations, private sector agencies and individuals;
- (ii) acquire and hold fixed property or any interest therein and dispose of the same freely;
- (iii) acquire and hold any moveable property including but not limited to funds, rights and concessions by donation, exchange, bequest or otherwise; from any government, organization or person, and to hold, administer, own, operate , use or dispose of the same freely;
- (iv) institute legal proceedings (sue and be sued) in the country or countries of its establishment and elsewhere; and
- (v) undertake such other acts as are conducive to the carrying out of its mission.

ARTICLE VI: FINANCE

Without prejudice to the generality of its powers as set out in Article V, the principal financial support for ESEA shall be derived from voluntary contributions by individuals, governments, national, regional, international, or private organizations and agencies as approved by the Board of Trustees.

ARTICLE VII: STRUCTURE AND GOVERNANCE

The organs of ESEA are the Board of Trustees, (BOT) its Executive Committee (EC) and the Secretariat.

Board of Trustees (BOT)

- (i) The signatories to this charter shall constitute the first Board of Trustees.
- (ii) The Board of Trustees shall consist of not more than (11) trustees appointed as follows:
 - 1 Trustee representing each member country
 - 1 Trustee from the institution/country hosting ESEA (as applicable)
 - 1 Trustee from an international research institution or organization
 - 5 scientists with distinguished record in East African ecology
 - The Executive Secretary (ES) of ESEA as an ex-officio member and secretary to the Board of Trustees (non-voting)

Powers of the Board of Trustees

The Board of Trustees is the supreme decision and policy making body. The Board shall have powers to:

- (i) Elect a Chair and a Vice-Chair from among its members
- (ii) Renew its own membership: A Trustee shall serve for a period of 3 years renewable once. Not more than one third of the board can be replaced at the same time.
- (iii) Appoint the Executive Secretary of The Society
- (iv) Establish operational guidelines (including rules, regulations and procedures) for the conduct of its business and for the general governance of ESEA

- (v) Formulate policies and monitor progress of the operation of ESEA toward the achievement of its objectives
- (vi) Approve ESEA's strategic plan and annual program of work and budget
- (vii) Consistent with generally recognized accounting principles, establish financial regulations to govern the use of ESEA resources
- (viii) Appoint independent, external auditors of recognized competence to conduct annual audits of ESEA's accounts and financial transactions
- (ix) Cause to publish within a reasonable time after the termination of each fiscal year, a report relating to the activities of ESEA for that year including the financial statements of the Network and the auditors' report thereon.
- (x) Authorize any other acts or functions that facilitate the achievement of ESEA objectives
- (xi) Appoint such advisory, standing and other committees as it deems necessary

Meetings of the Board of Trustees

- (i) The Board shall meet at least once a year
- (ii) Meetings of the Board shall be held in the country where the headquarters of the Network is located or at any other locations that may support the achievement of its goals
- (iii) Six Trustees present at a meeting of the Board of Trustees constitute a quorum provided the Chair or his/her nominee from among the Trustees present is included.
- (iv) Country representatives and chairs of Standing Committees shall attend Board of Trustees meetings by invitation.

ESEA Executive Committee (EC)

- (i) There shall be an Executive Committee of the Board of Trustees of the Network consisting of the Chair, Vice-Chair, Society ES and two other Trustees elected by the Board of Trustees.
- (ii) The EC shall have the power to act for the Board on all matters which the Board delegates to it.

- (iii) The Chair of the Board shall serve as Chair of the EC
- (iv) All actions of the EC shall be reported to the full Board at its next subsequent meeting for ratification.
- (v) The EC shall meet only as need arises.
- (vi) Three members of the EC present at a meeting of the EC shall constitute a quorum, provided the Chair is included.

ESEA Secretariat

The Secretariat of ESEA shall comprise an Executive Secretary (ES), Country focal persons and all staff employed by ESEA

The Society ES shall be appointed by the Board of Trustees as the Chief Executive Officer of ESEA.

The Secretariat shall implement the policies and directives of The Board of Trustees and shall be responsible to the Board of Trustees for the operation and management of the Network and for ensuring that its objectives and programs are properly developed and carried out.

Country Focal Points (CFP)

CFPs are institutions in member countries hosting Country Coordinators whose responsibility is to coordinate all ESEA activities in countries covered by the Society. Country Coordinators shall be appointed by the Board of Trustees and shall hold office for a period of four years, renewable.

ARTICLE VIII: RELATIONSHIP WITH OTHER ORGANIZATIONS

For the realization of its objectives, ESEA may establish collaborative relationships with such governments, national, regional, international or private organizations engaged in any activity relevant to ecology,

ARTICLE IX: AMENDMENTS

This Charter may be amended at any meeting of the Board of Trustees by two-thirds majority vote of all voting members, provided notice of such proposed amendments, together with their full texts, shall have been communicated to all

Trustees at least ninety days in advance of such a meeting, unless such notice is waived by all Trustees.

ARTICLE X: DISSOLUTION

If the Board of Trustees determines by a majority vote of not less than three-fourths of all voting members, that the objectives of ESEA have been fully realized or that ESEA is no longer able to function effectively, ESEA shall be dissolved.

Any property or interests therein held by ESEA and fixed capital improvements thereon shall, upon dissolution, be used to settle liabilities. Excess property shall be transferred to the host institutions of the country where such property is situated.

ARTICLE XI: ENTRY INTO FORCE

This Charter comes into force on the date of the last signature of members of the First Board of Trustees (Annex 1).

ESEA Operational Guidelines

SECTION 1: The Scope of ESEA

ESEA is an East African, not-for-profit, networking organization, bringing together individuals and institutions participating in ecological research and application of ecological science to development in East Africa.

SECTION 2: Partnership

ESEA may have partnership with any organization the objectives of which are compatible with and supportive of, the mission of ESEA. Formal partnership requires approval from ESEA Board of Trustees.

Current partners include:

- i. National research institutes and universities in East Africa
- ii. Regional and sub-regional natural resource and related research networks and institutions
- iii. British Ecological Society (BES)
- iv. International Ecological Society (INTECOL)

SECTION 3: Organs and Structure

ESEA shall operate under the structure and governance defined by Article VII of the Charter:

- Board of Trustees
- Executive Committee
- The Secretariat
- Country Focal Points
- Other Committees as may be sanctioned by the Board of Trustees

SECTION 4: Network Secretariat

The duties of ESEA Executive Secretary (ES) are to:

- (i) be the secretary to the Board of Trustees
- (ii) serve as custodian of the seal of ESEA
- (iii) serve as the legal spokesperson for ESEA
- (iv) mobilize resources for ESEA
- (v) manage all staff and resources of ESEA
- (vi) prepare the programme of work and budget
- (vii) implement the approved programme of work and budget
- (viii) account for all activities and resources (e.g. through annual reports)
- (ix) sign partnership agreements once approved by the Board of Trustees
- (x) carry out any other duties as assigned by the Board of Trustees

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SECTION 5: Country Focal Points of ESEA

The following are recognized as the first set of focal points of ESEA:

1. Kenya: Hosted by Lake Victoria Basin Commission
2. Uganda: Hosted by Makerere university
3. Tanzania: Hosted by Sokoine University of Agriculture.
4. Ethiopia: Hosted by Makelle University.

ESEA Board may establish other country focal points as it deems necessary. Each focal point is headed by a Country Coordinator

The main functions of the Country Coordinators are to:

- Coordinate information exchange on priority research areas from end users in their countries;
- Promote collaborative ecological research among scientists in the country;
- Guide scientists in the preparation of research proposals;
- Provide an organizational link between research groups, end users and the ESEA Secretariat;
- Prepare annual programme and budget for the country
- Act as a clearing-house for the competitive research applications and perform an initial screening of applications received;
- Collect and collate information and databases on scientists and scientific activities; and
- Assist the Executive Secretary in mobilizing resources for research in the country
- Monitor ESEA-supported research activities
- Organize scientific forums in their country
- Report network activities to Board of Trustees through the Executive Secretary
- Undertake any other duties as assigned by the Board of Trustees

SECTION 7: Finance Committee

The BOT will appoint a Finance Committee whose chair shall be a member of the BOT. Duties of the committee includes:

- Guiding on financial and procurement policies and procedures
- Advise on investments
- Guiding BOT on fund raising
- Scrutinize budgets, financial reports and audit
- Any other business as may be directed by BOT

SECTION 8: Scientific Committee

The BOT will appoint a Scientific Committee whose chair shall be a member of the BOT. Duties of the scientific committee includes:

- Assess and advise BOT on the development of ecological science
- Evaluate research proposals and reports, and recommend to BOT for approval
- Guiding BOT on the publication and dissemination of research results
- Guiding BOT on management of intellectual property rights issues, data and information
- Any other business as may be directed by BOT

SECTION 9: Languages

The Charter, Guidelines and other key documents will be published in English and may be translated into other languages. In case of difficulty of interpretation the English version is considered to be authoritative.

SECTION 10: Amendment

The Board of Trustees may amend the Guidelines as and when necessary.

ANNEX 2: THE APPENDICES

Appendix 1: Historical Background of ESEA

Appendix 2: ESEA Strategy 2008-2012

Appendix 3: Personnel policy and staff rules

Appendix 4: Financial Regulations

Appendix 5: ESEA Honours and Awards