

CONSTITUTION OF THE CAPACITY DEVELOPMENT AND LINKAGES FOR ENVIRONMENTAL ASSESSMENT IN AFRICA (CLEAA)

ARTICLE 1: ESTABLISHMENT, NAME AND STATUS

1.1 ESTABLISHMENT AND NAME

There is hereby established the Capacity Development and Linkages for Environmental Assessment in Africa (CLEAA) hereafter referred as the Network.

1.2 STATUS OF THE NETWORK

CLEAA is a non-political, professional pan-African environmental network that is registered as a non-profit organization.

1.3 DURATION

The network is established for an unlimited duration unless a situation of winding up decided by the Board of Trustees

ARTICLE 2: VISION, GOALS AND OBJECTIVES

2.1 VISION OF NETWORK

CLEAA is an indigenous, Regional Network that promotes sustainable development through the use of Environmental Assessment and Management (EA&M) tools in Africa. The CLEAA network consists entirely of the sub-regional nodes, institutions, associations and other organizations concerned with EA&M in Africa.

2.2 MISSION OF NETWORK

CLEAA promotes the use of EA&M as a tool for sustainable development in Africa and assists African countries to establish and develop their own working EA&M systems adapted to their own needs and capacities.

To achieve its mission, CLEAA shall:

Partnerships

CLEAA will build partnerships and where possible *and appropriate*, work in collaboration with groups/stakeholders who share the vision, mission and objectives of CLEAA.

Capacity building and Information Sharing

CLEAA will promote the effective transfer and sharing of knowledge, experience and information on EA&M in Africa. This shall be done through training courses, internships, mentoring programs, brochures, books, case studies and other materials and methods.

Pro-activity

CLEAA will promote and popularize EA&M as a planning and decision making tool and a key instrument for achieving Sustainable Development, and will assist African countries to develop effective EA&M systems by the year 2015.

Awareness Creation

CLEAA will promote the building of awareness necessary for general acceptable and increased use of EA&M in Africa.

Promotion of Compliance and good practice

CLEAA will encourage compliance with EA&M regulations and the implementation of good practice. Good practice includes the combination of sound scientific methodologies, stakeholder engagement throughout the decision-making process, access to information, efficient administration, peer review and transparency.

Financial Sustainability

CLEAA will work to become financially sustainable through prudent utilization of funds and maintaining low overheads, while seeking long-term solutions to core funding needs.

Accessibility

CLEAA will be accessible to its partners and other stakeholders and will strive to ensure easy access to all its information.

Transparency

CLEAA will operate with full transparency in all matters including, among others, fund raising, accounting, and information dissemination

ARTICLE 3: COMPOSITION AND MEMBERSHIP

3.1 PARTICIPATION

Participation in the Network is open to all regional economic communities (RECs), governments, universities, practitioners, non-governmental organizations (NGOs), networks, associations, and institutes, and is facilitated by the sub-regional nodes.

3.1.1 NODES

CLEAA shall initially be governed by six nodes corresponding to the sub-regional groups: Central Africa, Eastern Africa, Indian Ocean Islands, North Africa, Southern Africa, and West Africa.

Each node will develop in its own way and pace and be consistent with the vision and mission of CLEAA to be recognized as a node.

Nodes will report to their own leadership structures with communication lines as short as possible but identification and ownership retaining at the local level.

a. At a minimum, the nodes must be independent organizations with:

- *Their own constitution*
- *Their own Board of Trustees*
- *A defined Constituency*

- *Defined objectives*
- *Official registration as a non-profit organization*
- *A commitment to supporting CLEAA and sharing information with other sub-regions as appropriate*

b. The nodes will provide the following services within their sub-region:

- *Liaise with public, private and other EA&M institutions in the sub-region*
- *Provide information and act as a clearing house*
- *Gather knowledge of the state of EIA in their sub-region*
- *Be a help desk*
- *Be a source of contacts*
- *Promote, and where possible, facilitate, provide and/or coordinate training and other activities*
- *Organize meetings*
- *Establish and maintain links with other nodes and CLEIAA secretariat*

ARTICLE 4: ORGANIZATIONAL STRUCTURE OF THE NETWORK

4.1 BOARD OF TRUSTEES

The governing body of the Network shall be the Board of Trustees, which shall consist of one representative appointed by each of the nodes. The BOT may appoint *ex officio* trustees at their discretion and/or invite individuals who are not trustees, to attend meetings. A Chairperson shall be appointed among the trustees. The Board of Trustees shall meet at least once a year, funds permitting, and otherwise liaise via electronic communication. Should there be a matter of concern, raised in writing by at least 50% of the BOT, the chairperson shall be obliged to call a special meeting within 30 days of such concern being expressed.

BOT members shall not be remunerated for exercising their fiduciary responsibilities.

The Board of Trustees shall be responsible for:

- *Review and approve Financial Statements and the Annual Report of the Network*
- *Making financial and administrative arrangements that enable the smooth functioning of the Network, including appointing a coordinator and secretariat*
- *Planning network activities, and monitoring progress towards achieving the CLEAA mission*
- *Transact such other business as may be necessary.*

4.1.1 Terms of office

There is no limit to the number of years that a representative may be a member of the Board of Trustees as long as s/he has been duly nominated by his/her node, and providing that s/he continues to perform to the satisfaction of the BOT. The nodes have the responsibility of nominating people who are competent, who are committed to representing the sub-region and who share the vision of CLEAA.

4.1.2 Quorum for meetings

A meeting, either physical or electronic, shall have a quorum if 50% of the Trustees are represented, either in person, by proxy. Presence can include being available at that instance via email or teleconference.

4.1.3 Voting

At any CLEAA meeting, decisions shall be taken on simple majority vote. The chairperson may have a casting vote in the event of a split ballot.

4.1.4 Record of Decision

BOT decisions are valid only after they have been recorded and signed by the chairperson. This must be done within 21 days of the meeting having been held.

4.2 MANAGEMENT AND ADMINISTRATION

The BOT shall appoint a coordinator, and arrange for secretariat support, to be responsible for day-to-day management of CLEAA. The coordinator shall hold office for a term determined by the BOT.

Until otherwise determined by the BOT, the network secretariat will be hosted by the nodes on rotational basis

The coordinator will implement the decisions of the BOT and the policies of CLEAA, in accordance with this Constitution, including:

- Arrange for meetings of the BOT and attend the meetings
- Act as the focal point for interactions with AMCEN, NEPAD, the African Union and other relevant African political processes and initiatives.
- Coordinate fund raising for the sub-regional nodes and their activities through organization of donor meetings and conferences.
- Establish a help desk and clearinghouse mechanism on issues such as technical information data, forthcoming meetings etc.
- Facilitate linkages and communication among the sub-regional nodes and other relevant institutions and organizations.
- Maintain the records of CLEAA
- Arrange for an annual financial audit of CLEAA's books

4.3 COMMITTEES

If necessary and justified by the volume of work or gravity of issues, the BOT may establish committees to assist in achieving the objectives of CLEAA

ARTICLE 5: FINANCE

5.1 SOURCES OF FUNDING

Funds and other resources for running of the Network may be obtained through:

- *Revenues from contracted activities*
- *Grants and donations*
- *Contributions from nodes*
- *In-kind support*

5.2 MANAGEMENT OF FINANCE

The financial year of the network shall be from 1st January to 31st December.

The BOT may appoint a fiduciary agent, either from within an existing node, or an independent organization.

The funds of the network shall be deposited in a bank account with separate accounting for individual projects

The funds shall exclusively be used for the furtherance of the objectives of the network, subject to the approved budget and decisions by the BOT.

The Coordinator holding the office shall be the official entitled to authorize expenditure, subject to any restrictions imposed upon him/her by the BOT.

All materials acquired by the Network shall be in the name of the network even if the node which made the purchase is not holding the office.

Funds shall be managed in accordance with internationally recognized standards.

ARTICLE 6: AMENDMENT OF CONSTITUTION

The Constitution may be amended by a resolution passed by two-thirds majority of the BOT.

Signatures



For Central Africa Node



For Eastern Africa Node



For West Africa Node



For Southern Africa Node