

# Constitution of the IUCN National Committee for the United States

## 1. Title

The full title of the unincorporated association shall be "IUCN National Committee for the United States". The short title shall be IUCN U.S. National Committee, hereinafter termed 'National Committee'.

## 2. General Guidance

- a) This Constitution shall be consistent with the Regulations and Statutes of the International Union for Conservation of Nature and Natural Resources (IUCN) which take precedence and are governed by Part VII of the IUCN Statutes and Part VI of the IUCN Regulations. Functioning of the National Committee is also guided by the [Operational Guide for IUCN National and Regional Committees](#).
- b) Members: The National Committee shall have a single class of membership that is voluntary and is open to U.S. IUCN members that have expressed an interest in becoming a National Committee member.
- c) Executive Committee: The members shall select from the National Committee membership an executive committee in the manner prescribed below to carry out certain functions on the National Committee's behalf.
- d) Rules of Operation: The Rules of Operation may be amended by the Executive Committee as required to ensure the efficient, fair, and transparent operation of the National Committee. Any amendments to the Rules of Operation made by the Executive Committee shall be recorded in the reports of their meetings and shall enter into force following the next Annual Meeting of the National Committee provided that no member has lodged an objection in the meantime. Any such objection shall be considered by the National Committee at its next Annual Meeting. A member may request an amendment to the Rules of Operation by giving written notice to the Executive Committee or at an Annual Meeting. Any amendments or objections to the Rules of Operation entered by a Member shall be adopted by consensus.

## 3. Vision, Mission and Objectives

### VISION STATEMENT

A robust and engaged IUCN U.S. membership that contributes to IUCN's vision of "A just world that values and conserves nature."

### MISSION STATEMENT

To encourage and support co-operation among IUCN U.S. members, to facilitate their influence and impact on nature conservation, and to contribute effectively to the global programs and governance of IUCN.

### OBJECTIVES

- a) Provide a channel for communications and networking between IUCN U.S. members, Commissions and the Secretariat to be engaged with the IUCN Programs.
- b) Provide a platform for IUCN U.S. members to share and communicate on domestic and international programs and initiatives outside of IUCN Programs.
- c) Provide a forum to discuss and consider collective actions on domestic and international conservation issues.
- d) Ensure that the IUCN U.S. members' views make an effective contribution to the work of IUCN including at regional and global events, activities, and meetings; meetings of Council; the General Assembly; the World Conservation Congress; and any other processes through the UN.
- e) Disseminate IUCN policy positions, publications, reports and information to IUCN U.S. members.

## 4. Meetings

- a) An Annual Meeting of the National Committee will be held at which the business of the National Committee will be conducted. The Annual Meeting will consider:
  - i. any business brought before it by the Executive Committee;
  - ii. election of the Executive Committee and the Chairperson; and

- iii. other business as members have identified by the giving of at least 21 days notice.
- b) Notice of the Annual Meeting together with a request for nominations for election to the Executive Committee and of a Chairperson shall be given at least three months in advance. During a World Conservation Congress year, the Annual Meeting may be held at the World Conservation Congress venue prior to the Members Assembly when appropriate.
- c) The quorum for an Annual Meeting will be a minimum of 20% of the National Committee members. All decisions will be reached by consensus except for actions (e.g., elections) requiring a vote.
- d) Teleconferencing and/or electronic participation options must be available for members to participate remotely.
- e) If the election of Executive Committee members take place at the Annual Meeting, it shall be determined by secret ballot.

## **5. Executive Committee**

- a) Between Annual Meetings, the business of the National Committee shall be conducted by the Executive Committee.
- b) The Executive Committee will consist of at least four, but no more than eight individuals including a Chairperson elected from the National Committee members (no more than one per member) according to the Rules of Operation.
- c) The Chairperson of the National Committee shall also be the Chairperson of the Executive Committee.
- d) To the extent possible, Executive Committee membership will reflect a balance of gender, age, ethnicity, expertise, and representativeness of National Committee members in accordance with IUCN's diversity principles.
- e) The Director of the IUCN office in North America will serve on the Executive Committee as an *ex officio* member with no vote.
- f) The Executive Committee shall meet in person at least once per annum (and other times, remotely as required), a quorum being a majority of its members.
- g) Executive Committee service is voluntary.
- h) The Executive Committee shall serve without compensation except for reasonable advancement or reimbursement of expenses incurred in the performance of their duties at a future date if financial resources are available.

## **6. Subcommittees**

- a) The Executive Committee may establish subcommittees to further the interests of the U.S. members and may disband subcommittees if it is determined that they no longer serve a need. Members may recommend to the Executive Committee the establishment of new subcommittee(s).
- b) Subcommittee membership should be open to all interested National Committee members.

## **7. Working Groups**

The Executive Committee may establish Working Groups to address specific issues. Working Groups will be time-limited and have a clear purpose and outcome(s).

## **8. Amendment of the Constitution**

The Constitution may be amended, repealed or added to following three months' notice with circulation in advance, by a resolution of an Annual Meeting carried by consensus or by email vote of all members when changes need to be considered between Annual Meetings.

---

## **RULES OF OPERATION for the IUCN National Committee for the United States**

The Rules of Operation are mandated under Clause 2(d) of the Constitution of the IUCN National Committee for the United States, hereinafter termed 'National Committee'. Nothing in the Rules of Operation shall contravene or take precedence over the Constitution of the IUCN National Committee for the United States or the Statutes of IUCN.

### **1. Membership**

- a) The National Committee shall have a single class of membership that is voluntary and is open to U.S. IUCN members that have expressed an interest in becoming a National Committee member.
- b) Member benefits include:
  - to be informed of, attend, and to cast a vote at the National Committee Annual Meetings;
  - to be nominated as the Chairperson of the National Committee or as a member of the Executive Committee;
  - to receive and have access to information produced or held by the National Committee on behalf of IUCN; and
  - to participate in activities of the National Committee.
- c) A Member may be represented at Annual Meetings by up to three individuals, but only one vote per member shall be cast.
- d) There are no membership fees or costs for participation in the National Committee other than the cost, to be borne by the members, of participating in the Annual Meeting for those wishing to participate in person. The Executive Committee reserves the right to reconsider membership fees in the future. Any changes would have to be approved by the membership.

### **2. Meetings**

- a) The Executive Committee shall normally convene the Annual Meeting at a date between 1<sup>st</sup> March and 1<sup>st</sup> July at such a place as determined by the Executive Committee and shall specify the meeting as such in the notices calling it. During a World Conservation Congress year, the Annual Meeting will normally be held at the World Conservation Congress venue prior to the Members Assembly when appropriate.
- b) The Executive Committee may convene an additional meeting at the request of at least ten members.
- c) At least three months' notice in writing shall be given of an Annual Meeting. The notice shall specify the location, the day, and the hour of the meeting. Digital communications may constitute notice.
- d) No business shall be transacted at any Annual Meeting unless a quorum is present when the meeting is called to order. A quorum shall be 20% of the membership in attendance in person and/or *via* teleconference.
- e) Participation in a meeting *via* teleconference constitutes presence in person. Members will be provided a mechanism by which they may vote electronically.
- f) Members can request that the Executive Committee invite observers to the Annual Meeting. Observers include organizations or individuals who have applied for membership of IUCN, have subject expertise on an agenda item, are senior IUCN Officers and IUCN Commission Chairs, or are interns or students supporting implementation of the Annual Meeting. An observer organization may be represented at the Annual Meetings by one person.

### **3. Election of the Chairperson and Executive Committee**

- a) Members of the Executive Committee may serve for no more than 3 consecutive terms of 2 years each. The intention is to stagger Executive Committee members so that all Executive Committee members do not turn over at the same time.
- b) Nominations for the Chairperson or member of the Executive Committee may be made by any member, providing the nomination is approved by the candidate and seconded by an additional member. The opening date for nominations shall be four months before the Annual meeting and shall close 21 days before the Annual Meeting.
- c) The Executive Committee shall circulate nomination details for the Chairperson and Executive Committee members standing for election together with the agenda of the Annual Meeting. Provision will be made for members to vote by electronic means unless the election is held at the Annual Meeting, which will be by secret ballot. The retirement and installation of the members of the Executive Committee shall take effect at the

conclusion of the Annual Meeting at which they were announced or elected.

- d) If the number of eligible candidates does not exceed the number of vacancies, candidates will be appointed automatically at the end of the next Annual Meeting.
- e) The Executive Committee will be composed solely of individuals representing National Committee members, with no more than one individual per member.

#### 4. Conflict of Interest

- a) The National Committee shall maintain the highest levels of integrity and ethical behavior, especially (but not limited to) the avoidance of conflicts of interest as defined in Part II, 7a of the *Operational Guide for IUCN National and Regional Committees*.

#### 5. Executive Committee

- a) The Executive Committee leads and manages the National Committee in keeping with the Constitution and Rules of Operation and supports the objectives and goals of the National Committee on behalf of all members by:
  - disseminating information and correspondence from IUCN U.S. members, IUCN Commissions, and the IUCN Secretariat;
  - developing National Committee goals and strategic direction;
  - planning the Annual Meeting;
  - facilitating National Committee member engagement in IUCN events, IUCN issues, and on IUCN policies, governance, and positions;
  - communicating with the IUCN Secretariat, Council, and Regional Councilor;
  - providing an annual report for the IUCN Secretariat; and
  - when appropriate, galvanizing National Committee Members to bring a collective voice on IUCN issues and issues of mutual conservation interest.
- b) The Executive Committee shall develop National Committee long-term goals and strategic direction. The goals will be updated as needed and presented to the National Committee members for approval.
- c) Executive Committee shall maintain and monitor progress on a two-year workplan that will contribute to National Committee long-term goals. The workplan will be a living document.
- d) The Executive Committee will make every effort to obtain consensus on decisions. If consensus is not possible, a majority of members present, or *via* electronic means, is required to make decisions. Executive Committee members will be given up to one week to vote or respond to an issue.
- e) The Executive Committee shall maintain records of its convened meetings outside of the Annual Meeting. The record of the meetings shall be available to members *via* the IUCN portal or upon member request.
- f) To maintain fairness, inclusivity, and transparency, as described in the IUCN *Operational Guide*, the Executive Committee shall:
  - only endorse or support policies, resolutions, or positions on behalf of the National Committee in extraordinary circumstances and only if all members are informed and can weigh in on the policy, resolution or position, and
  - accept the right of any member to dissociate from a decision of the National Committee and if requested, clearly indicate that dissociation.

#### 6. Subcommittees

- a) Subcommittees are created and disbanded by the Executive Committee.
- b) Subcommittee leadership will be identified by a consensus of its members or by the Executive Committee.
- c) The leadership and members of a subcommittee shall be appointed annually, and none shall normally serve for more than four years consecutively.
- d) The Executive Committee shall periodically review the activities of subcommittees and can change the terms of reference for a subcommittee as needed.
- e) The quorum of a subcommittee shall be 1/2 of its members.
- f) Normally, at least six days' notice shall be given of the convening of a meeting at a time and place set by the leadership upon his, her, or their own initiative or by the request of two subcommittee members.
- g) Subcommittees must bring recommendations before the Executive Committee or National Committee members

before taking action.

- h) In the event of any irreconcilable disagreement between members of a subcommittee, the Executive Committee shall be informed of the situation and help resolve it.

## **Annex 1: Draft Subcommittees and Working Groups Terms of Reference**

### **Policy and Strategy Subcommittee**

The Policy and Strategy Subcommittee shall as its members are able:

- establish and maintain close coordination with IUCN North American Office staff;
- keep abreast of, and inform membership of, policies, strategies, etc. of interest and relevance to members;
- develop policy statements that are consistent with IUCN policy, are broadly supported by the members, and will effectively promote the work and value of IUCN in the U.S.;
- support National Committee members in furthering the work of IUCN in the U.S., including benchmarking U.S. efforts against the WCC commitments and resolutions relevant to the U.S. and the IUCN Programme.
- interact with other national and regional committees as appropriate; and
- assist in supporting members and the National Committee in the development of IUCN Programs and engagement in the motions process for World Conservation Congresses.

### **Membership and Communications Subcommittee**

The Membership and Communications Subcommittee shall as its members are able:

- promote membership in IUCN;
- develop talking points on benefits of membership;
- recruit new IUCN members and encourage current members to maintain membership;
- develop communication tools (including a web presence) and strategies to keep U.S. members, IUCN Commissions, and U.S.-based Commission members engaged and informed.; and
- support a platform(s) for discussion and information exchange.