

WHSRN TERMS OF REFERENCE

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The Western Hemisphere Shorebird Reserve Network (WHSRN) was established in 1985 and today serves as a voluntary, non-regulatory network of public and private partners working to protect the most important breeding, stopover, and wintering habitats for shorebirds throughout the Americas. WHSRN is managed by an Executive Office that is administratively housed at Manomet (1998 - present), a U.S.-based nonprofit that champions better practices in conservation, business sustainability, and science education. Overall direction for WHSRN and oversight of its progress in achieving its mission and vision is provided by an advisory body, the Hemispheric Council.

This document serves to define the membership, governance, and leadership of WHSRN in operational terms, including roles and responsibilities, and decision-making procedures.

Mission, Vision, and Guiding Principles

Mission

Conserve shorebird species and their habitats across the Americas through a network of partners at key sites designated and managed effectively for shorebirds.

Vision

Healthy shorebird populations delight and benefit current and future human generations.

Guiding Principles

- WHSRN site designation and conservation action are based on the appropriate application of the best available information.
- Site-based conservation is the centerpiece for accomplishing WHSRN'S mission within the larger ecological context of each site.
- Traditional and local ecological knowledge and cultural practices are recognized, valued, and respected.
- Collaboration at local, national, and international scales with other conservation groups and programs enhances WHSRN's capacity to achieve its vision.
- Communication and voluntary partnerships are key to an effective network and achieving common conservation goals.

WHSRN Membership

While the sites are the backbone of WHSRN, two groups are critical to the implementation of the WHSRN mission and together comprise the membership. These are the Site Partners and the Network Partners.

Site Partners include all designated WHSRN sites, which meet the biological and participatory requirements for nomination and acceptance into the Network. They are the grassroots, site-based component of WHSRN, where the on-the-ground work occurs. Sites may have multiple public and/or private owners and may or may not receive some level of legal protection. Site Partners may be Community-based organizations, including local conservation and “Friends groups,” local and national governments, and private landowners and commercial enterprises.

Site Partners are responsible for:

- Making shorebird conservation among the highest priorities at the site;
- Protecting and managing habitat to benefit shorebirds;
- Updating contact and other information for the WHSRN website and database annually on request.

Additional activities may include:

A. Local/ Site-based

- Cooperating among multiple landowners;
- Encouraging and expanding community stakeholder participation;
- Monitoring shorebird populations and habitats (using standard protocols);
- Maintaining communication with appropriate existing shorebird conservation efforts at various spatial scales or levels of organization;
- Participating in and supporting research projects; and
- Providing community education/outreach/support.

B. Participating in local implementation of Network-wide programs:

- Keeping their page on WHSRN’s website current through annual updates;
- Linking any appropriate webpages and social media of their own to WHSRN’s;
- Awareness campaigns;
- Fundraising; and
- Training and conservation education courses.

C. Participating in site-linking initiatives:

- Communication with appropriate National and Regional Councils, thematic task forces, and the Executive Office;
- Collaborative fundraising and outreach;
- Joint approaches to threat abatement; and,
- Personnel exchanges: staff, local community members, friends groups.

Network Partners are organizations that play a key role in the operational aspects of the Network throughout its entirety. Network Partners include national government agencies, non-profit organizations, governing bodies for First Nations / indigenous peoples, academic centers, businesses, and related conservation consortia.

Network Partners are responsible for:

- Facilitating working partnerships between their organization and WHSRN;
- Assisting in identification of new Network sites;

- Representing WHSRN within their organization;
- Supporting Site Partners;
- Assisting in identifying sites qualifying/needed for inclusion in the Network;
- Maintaining communication with appropriate existing shorebird conservation efforts at various spatial scales or levels of organization
- Delivering WHSRN services to their constituency; and
- Collaborating with other partners on WHSRN programs and fundraising.

Hemispheric Governance and Leadership

Overall strategic direction for WHSRN and oversight of its progress in achieving its mission and vision is provided by an advisory body, the Hemispheric Council. As an advisory body, the Hemispheric Council does not have a legal or fiscal responsibility for the actions of the WHSRN membership or the Executive Office. The roles and responsibilities of the Council include:

A. Programmatic:

- Assessing the status, efficiency, and effectiveness of the Network.
- Identifying hemispheric challenges and responses to shorebird recovery and conservation;
- Developing and approving the WHSRN Strategic Plan and keeping it current;
- Collaborating with the Network and Executive Office to establish those work programs that are most appropriate to implementing the Network's strategic plan;
- Maintaining communication with relevant existing initiatives, and appropriate shorebird conservation efforts at various spatial scales or levels of organization;
- Coordinating with other international councils and integration of their work programs;
- Ensuring communication, coordination, and sharing of accomplishments among Members and Partners;
- Identifying opportunities for collaboration within the Network and with related groups, including other NGOs, Important Bird Area programs, and Conventions such as Ramsar and the Convention on Migratory Species.

B. Financial:

- Reviewing the annual operating budget for the WHSRN Executive Office in collaboration with its host organization (currently Manomet);
- Identifying both financial needs and potential funding sources for the Network;
- Providing direct contribution to Network core operations; and
- Raising funds for the Network's conservation activities.

C. Administrative:

- Approving or rejecting new site nominations based on recommendations of technical reviewers, Executive Office staff, and appropriate Network Councils;
- Recognizing WHSRN Regional and National Councils and thematic task forces for each region/country/thematic focus, and providing support with the implementation of their agendas;
- Confirming appointments to supporting committees, including the chairs of such bodies, based on network recommendations; and,
- Organizing Hemispheric Council meetings with support of the Executive Office.

The Hemispheric Council conducts its routine business through electronic communication (e-mail and teleconferencing, for instance) whenever possible to be efficient with available resources. Council business is primarily conducted in English, but Council members are encouraged to contribute in their first languages, with the Executive Office facilitating translation when required.

In-person meetings are scheduled at least biennially. Council members are responsible for their own travel and other costs to attend WHSRN meetings, though exceptions may be made. In-person meetings are convened by the Chair of the Council, who shall notify the members 3 months in advance of the date and location, and 30 days in advance with the agenda and proposed actions and background information. A minimum of one-half (50%) of active Council members are required for a quorum. Of that, at least two-thirds must be eligible to vote. (For example, a 16-member Council needs 8 members for a quorum, 6 of whom can vote.)

The Hemispheric Council strives to achieve consensus to the greatest extent possible in its decisions and recommendations for action. When consensus is not possible, decisions will be made by two-thirds majority of active members, with abstentions and reservations noted when appropriate.

Actions of the Hemispheric Council will be reported through the WHSRN website, the electronic newsletter WHSRNews, and other appropriate venues.

Hemispheric Council Membership

The Hemispheric Council is broadly representative of each of the major geographic regions in which the Network operates. Its members are representatives of Network Partners and Site Partners, and of any Regional or National Councils or thematic task forces that have been created within the Network. Experts on particular species or thematic areas of relevance to WHSRN may also be invited to join Council. There is no limit set on the size of the Council, nor on the terms of office of members. Where members represent organizational (Network or Site) partners of WHSRN, it is understood that the seats are those of the organization and not the individual. Such organization partners can name an alternate Council member, if that person's institutional role enables them to regularly track Council business. When a Council member leaves a member organization (and thereby, leaves the Council), or their role in the organization changes whereby they can no longer form part of Council, that organization will be invited to nominate a new representative.

Some former members of the Hemispheric Council may be designated as Councilors *emeriti*, which is an honorary position in recognition of a particularly distinguished contribution to the development and implementation of WHSRN. Input from Councilors *emeriti* to Hemispheric Council discussions and business is strongly encouraged, but such members are not eligible to vote. Councilor *emeriti* seats on Council are for life. The Hemispheric Council decides to whom such *emeritus* positions are offered, based on a recommendation from its Executive Committee.

Hemispheric Council Leadership

Chair: The Hemispheric Council is led by a Chair who has a renewable three-year term. The Chair is elected from existing Council members through an open nomination process. Approval requires acceptance (in person or online) by two-thirds majority of active Council members.

If the Chair is unable to complete the three-year period, then Council will open a nomination process for a replacement from existing Council members. When the Chair represents an organizational partner and leaves that partner, Council may invite the Chair to remain as an individual member or invite his/her new organization to commit support for the Chair's role.

The role of the Chair includes:

- Convening and presiding Hemispheric Council and Executive Committee meetings
- Developing meetings agendas with the Executive Office
- Ensuring broad representation on Council from appropriate groups / geographies / issues
- Oversee development and review of Strategic Plan
- Oversee monitoring and evaluation of implementation of the Strategic Plan
- Evaluate annual performance review of the Executive Office

Executive Committee: An Executive Committee with broad geographic representation, serves to guide day-to-day implementation of the broader directives of the entire Council. The Executive Committee consists of a minimum of three and a maximum of five Councilors who shall serve for a period of three years and may be reappointed. The Committee is chaired by the Council Chair, who serves on the Executive in addition to the three to five other Councilors. Executive Committee members are elected via a motion at the Hemispheric Council meeting. Approval requires acceptance (in person or online) by two-thirds majority of active Council members. Executive Committee members are understood to be individual and not organizational roles, and thus proxies are not recognized, with the exception of representation of the WHSRN Executive Office host organization (in the case of the Executive Council including a representative from that organization).

The Executive Committee meets four times a year (via "virtual" means). The Chair of the Council shall notify the members 15 days in advance indicating: a) date and time that the meeting will be held; b) the agenda; and, c) the proposed actions and information related to the topics.

The Council Chair also may call additional meetings without prior notification to address urgent matters that require immediate attention or response from the Council and/or the Executive Office.

The functions of the Executive Committee are:

- Serve as the support team to the Council Chair's management;
- Support the implementation of the WHSRN Strategic Plan;
- Provide follow-up, revision, and annual evaluation of the WHSRN Strategic Plan and the Executive Office;
- Propose the inclusion of any new Hemispheric Council members and removal of any

inactive ones;

- Recommend establishment of special committees or working groups of the Council for specific subjects of either fixed or temporary duration, and clarify their functions and responsibilities.

Executive Committee recommendations are made by consensus; these are then submitted for consideration by the Hemispheric Council, which strives to make decisions by consensus, but a two-thirds majority is sufficient for decisions to be adopted.

Regional / National Leadership

Regional and National Councils, and/or thematic task forces may be established to support Site Partners, suggest new WHSRN sites, design and direct work programs, and/or promote the Network where deemed necessary or desirable. This decision is based on the given geography, considering its particular needs and opportunities. A representative from each of these Councils generally participates on the Hemispheric Council.

Within their geographic area, Regional and National Councils, and/or thematic task forces are responsible for:

- Identifying challenges to shorebird conservation, especially those specific to their geographic area;
- Designing and implementing annual Council work consistent with the overall WHSRN strategic plan;
- Supporting and implementing appropriate implementation activities in collaboration with site managers;
- Identifying and pursuing funding sources for accomplishing the several work programs;
- Ensuring communication and coordination among Member Sites and Partners within the Council's geographic area;
- Identifying opportunities for collaboration within the Network and with related groups within the Council's geographic area;
- Nominating representatives for the Hemispheric Council;
- Identifying shorebird conservation priorities and nominating new Network sites in their geographic area;
- Nominating members for support committees and any other advisory or ad hoc groups created by the Hemispheric Council;
- Supporting Member sites and their conservation actions within the Council's geographic area; and,
- Approving membership in their own Council.

WHSRN Coordination

The WHSRN Network is coordinated by an Executive Office that provides core staff and services to the Network's Site and Network Partners, and to governing Councils and supporting committees.

The roles and responsibilities of the Executive Office include:

- Maintain close contact with the Hemispheric Council through its Chair; support development and implementation of work programs among all network participants, Site and Network Partners, supporting committees, and the Councils;
- Develop its own annual work programs and budget in conjunction with the Hemispheric Council;
- Proactively seek qualified new sites for inclusion in the Network;
- Coordinate planning of actions designed to meet objectives in the WHSRN Strategic Plan;
- Evaluate progress in achieving the Network’s vision, mission, and objectives;
- Maintain Network communications systems, including website;
- Attract financial support for the Network in general, for its sites, projects, and Partners;
- Build and maintain the Network’s public profile; and,
- Represent the Network at appropriate events and in initiatives of relevance to shorebird conservation.

Executive Office’s Host Organization

WHSRN’s Executive Office is administratively supported through a host organization. The host organization’s role includes:

- Fiduciary responsibility for the Executive Office;
- Supervision of the Executive Office staff with input from the Hemispheric Council;
- Administrative, legal, and programmatic support to the Executive Office;
- Joint responsibility with the Hemispheric Council for funding the Executive Office.

Manomet, Inc., is currently the host organization of the Executive Office (1998 – present). Manomet is an independent, U.S.-based nonprofit that champions better practices in conservation, business sustainability, and science education. Manomet has a commitment to WHSRN’s Executive Office, which it administers as a division of its Shorebird Recovery Program. It has raised an endowment to support the Executive Office in part, and seeks to increase that endowment.

If Manomet is no longer able to host the Executive Office, or if the Hemispheric Council decides another organization would be more appropriate, the Hemispheric Council shall make alternative arrangements for the Executive Office.

Settlement of Disputes

Any dispute which may arise between two or more WHSRN partners and/or the Executive Office with respect to the interpretation or application of the WHSRN Strategic Plan and these Terms of Reference shall be subject to negotiation between the parties involved in the dispute. If appropriate, the Executive Office, a Network Partner, or an agreed-upon third party will mediate.