



TERMS OF REFERENCE FOR TRUSTEES OF CHIMPANZEE SANCTUARY AND WILDLIFE CONSERVATION TRUST (CHIMPANZEE TRUST)

1. Background

The Chimpanzee Sanctuary and Wildlife Conservation Trust, also commonly known as the Chimpanzee Trust is a national and international collaborative conservation initiative geared towards the establishment and operation of a long-term strategy for conservation of chimpanzees and their habitat with a special focus on a chimpanzee sanctuary in Uganda.

The Chimpanzee Trust was established in October 1998 as a chimpanzee sanctuary on Ngamba Island Lake Victoria to care for the orphanage chimpanzees or others removed from their habitat and with no chance of survival back in the wild. The Trust intends to acquire more land in such other suitable places in Uganda.

The activities of the Trust include education of the public, ecotourism, activities associated with the sanctuary, community participation and training, and enhancement of wild chimpanzee populations and their habitats.

The Trust views the role of the chimpanzee as a flagship species for conservation of wildlife in general and will when considered necessary and appropriate extend its activities to embrace wider issues affecting animal welfare and wildlife conservation in sanctuaries and in situ.

The Trust aims to ensure that all its work has the support and involvement of the local community and as much as possible becomes economically self-sustaining.



2. The Trustees

1. The Board of Trustees of Chimpanzee Trust is composed of representatives from the following organisations or institutions:
 - (a) Three permanent Trustees
 - (i) Uganda Wildlife Education Centre Trust (UWECT);
 - (ii) Uganda Wildlife Authority (UWA);
 - (iii) Jane Goodall Institute Uganda;
 - (b) Two from other conservation organisations currently Uganda Wildlife Society and The Environmental Conservation Trust of Uganda;
 - (c) And two other additional individual Trustees with training in the discipline of business, investment, finance, fundraising, wildlife veterinary and legal services.
2. The Board of Trustees under paragraph 1(a) and (b) will be composed of nominees from the five organisations referred to in the paragraph.
3. The nominees will normally be the same individuals but alternates are acceptable provided that notice in writing is made of the other Trustees.
4. The Trustees under paragraph 1(a) and (b) shall hold office for a period of three years and be eligible for re-appointment.
5. The Trustees under paragraph 1(c) shall hold office for a period of two years and be eligible for re-appointment.



3. Duties and Responsibilities of the Trustees and the Board of Trustees

3.1 Duties and Responsibilities of the Trustees

Trustees have the following duties and responsibilities:

- a. Trustees shall have overall fiduciary responsibility to manage the Chimpanzee Trust and its assets to fulfill its purpose;
- b. Trustees shall mobilize resources to capitalize and effectively operate the Chimpanzee Trust; and
- c. Trustees set the strategic direction of the Chimpanzee Trust and approve policies, procedures, and regulations of the Chimpanzee Trust to ensure the prudent management of the institution and its assets.

3.2 Duties and Responsibilities of the Board of Trustees

Trustees shall constitute themselves into the Board of Trustees Committees, which will have the following responsibilities:

- a. Develop and implement resource mobilization/fundraising initiatives and proposals;
- b. Develop and implement investment strategies, plans and actions;
- c. Approve grant making and donations;
- d. Commission and approve audit reports;
- e. Commission other appraisals or reviews;
- f. Issue periodic reports (implementation, fundraising, disbursements, investment portfolio, etc.);
- g. Formulate policies and regulations of Chimpanzee Trust;
- k. Appoint a management team and oversee Chimpanzee Trust employees and independent experts; and



1. Oversee the management of Chimpanzee Trust resources including finances, assets, partnerships and external relations.

4. Credentials of the Trustees

A Trustee shall possess the following credentials/qualities:

- i. Personal interest, commitment and willingness to serve voluntarily;
- ii. Availability to dedicate necessary time and effort to serve as a Trustee;
- iii. Integrity and good ethical standards;
- iv. Ability to act independently of any employment or appointment that they may have;
- v. Highly experienced professionals with a demonstrated track record in essential disciplines;
- vi. Not currently holding a political office, not running for elective political office and not directly participating in, or intervening in, any political campaign on behalf of (or in opposition to) any candidate in elective public office; and
- vii. No criminal record.

5. Conditions of Service

Trustees shall serve under the following terms;

- a. Remuneration: Service of Trustees will be voluntary and therefore no professional fees are payable.
- b. Duty Station: The registered office of Chimpanzee Trust is Plot1 Bank Close, Entebbe Town, Uganda. Trustees may be based in or outside Uganda but shall when required and agreed with the Board and the Trust Administration/Management be expected to



attend scheduled meetings in Entebbe, Uganda or any other designated location as may be agreed from time to time.

6. Regulation of Powers of the Trustees

Regulation of powers of Trustees is guided by the following:

- a. NGO Board regulations and will be once registered as a Trust, by Trustees Incorporation Act: Trustees shall be bound to follow and enforce the Trust Deed in accordance with the Trustees Incorporation Act.
- b. The Board Charter that covers other regulations and policies of the Chimpanzee Trust covering appointment and replacement of Trustees, conflict of interest, terms and conditions of service, decision-making processes, stakeholder involvement and accountability, etc.