

## **Adoption of NAPABA Committee Governance Rules**

The Board hereby implements the following standing rules pertaining to the governance of any operational committee or non-governance committee:

**I. Qualifications for Committee Chairs.** A person must satisfy the following criteria to be eligible to chair a NAPABA Committee:

A. Leadership. An appointee must have demonstrated proven leadership skills in their work for NAPABA, local NAPABA affiliates, or in their other professional activities.

B. Personal Integrity and Trust. An appointee must have demonstrated in all of their professional and personal activities the highest standards of personal integrity and trust.

C. Experience. An appointee must have personal or professional experience relevant to the goals and objectives of the subject Committee.

D. NAPABA Membership. An appointee must be a direct member in good standing of NAPABA or a member in good standing of a NAPABA affiliate.

**II. Term Limitations.**

A. Six Year Limit. A person is not eligible to chair a Committee if the person has already chaired that Committee for six consecutive or non-consecutive years.

B. Transition Exemptions. To the extent a Committee's chair or chairs have already served as chair for six or more years as of November 8, 2014, the President, at his or her discretion, and with the advice and consent of the Board, may exempt a person from this term limitation in order to effectuate an efficient and non-disruptive transition of new leadership. But a person is only eligible for two such exemptions, unless a Committee has three or more chairs who have already served as chair for six or more years as of November 8, 2014, in which case the President, at his or her discretion, and with the advice and consent of the Board, may grant a single additional exemption for a single additional chair of such Committee.

C. Exempt Committees. The six year limitation set forth herein does not apply to any chair of the committees identified as of the adoption of these rules as the "Judiciary Committee," the "Amicus Brief Committee," and the "Investment Committee.

**III. Committee Performance Reviews.**

At least every three years, in a manner determined by the Board, the Board shall assess each committee to determine whether they remain vital, visible, and relevant. The assessment shall include but not be limited to:

1. number of Committee members;
2. number of NAPABA members who participate in conference calls, or attend programs or meetings;
3. Committee programming or services provided (i) at the NAPABA annual meeting, and (ii) apart from the annual meeting;

4. Representation of various NAPABA affiliates among the membership;
5. Leadership pipeline;
6. Status of and representation by APA lawyers within the topic area;
7. Participation at regional conferences; and
8. Ability to address issues and needs of APA lawyers and the APA community not being addressed elsewhere.