ARTICLE I
Name and Purpose

Section 1. Name. This Committee shall be known as the Joint Alternative Dispute Resolution Committee.

Section 2. Purpose. The purpose of this Committee is to provide members of the Virginia Bar Association (VBA) and the Virginia State Bar (VSB) who have a special interest in alternative dispute resolution (ADR) opportunities for educational, collegial, and professional development activities as well as opportunity to be informed of and consider future policy affecting the practice of ADR.

ARTICLE II
Membership

Section 1. Eligibility. Any member in good standing of the VSB or VBA is eligible for membership in the Committee. Furthermore, any law student currently enrolled and in good standing in an accredited law school in Virginia is eligible for non-voting membership.

Section 2. Admission to Membership. Admission to membership shall be by application and payment of the Committee dues.

Section 3. Quorum for Meeting of Membership. Those members present at meetings duly called as provided in these bylaws shall constitute a quorum.

ARTICLE III
Officers

Section 1. Chair, Vice Chair and Immediate Past Chair. A Chair and a Vice Chair of the Committee shall be elected by the membership of the Committee at an annual meeting. The prior Chair shall be the Immediate Past Chair. The Chair may appoint a nominating committee consisting of any three or more members of the Council for the purpose of making nominations for Chair, Vice Chair, Secretary and Treasurer. The Chair shall perform the duties and have responsibilities of the Chief Executive Officer of the Committee. The Chair shall preside at meetings of the Committee and the Council. The Chair shall have such other and further duties as, from time to time, may be provided by the Committee or the Council. The Vice Chair shall assume the duties of the Chair in the absence of the Chair and shall have such other and further duties as the Chair, the Council or the Committee, from time to time, may provide. The Immediate Past Chair shall have such duties as the Chair or the Council, from time to time, may provide.
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Section 2. Secretary. The Committee shall elect a Secretary who shall maintain the rolls and records of the Committee and, in consultation with the appropriate officials of the VBA and VSB, shall have the further responsibility of preparing and maintaining such other Records and reports of the Committee as may be necessary or appropriate. The Secretary shall have such other duties as the Chair, from time to time, may provide.

Section 3. Treasurer. The Council shall elect a Treasurer who in consultation with the appropriate officials of the VSB and VBA, shall maintain the financial records of the Committee and provide such reports and records as may be necessary or appropriate. The Treasurer shall have such other duties as the Chair, from time to time, may provide.

Section 4. Term and Qualifications. Officers shall serve one-year terms. No officer shall serve more than two consecutive terms in the same office except upon application to and approval by the Council. At least one officer must be sponsored by the VSB and one officer must be sponsored by the VBA.

ARTICLE IV
Council

Section 1. Composition. The Committee shall have a Council composed of the current officers of the Committee, ex officio members specified in Section 8, and up to sixteen general members (four classes of up to four each) serving staggered terms. There shall be an equal number of VBA sponsored members and VSB sponsored members. The Chair may also appoint each year a law student council member for a one-year term and such student council membership shall be a non-voting position that does not count toward quorum.

Section 2. Nomination and Election. The initial Council general members shall be designated by the Executive Committee of the Committee on Alternative Dispute Resolution, a joint committee of the VSB and VBA, to serve staggered terms of one, two, three and four years as appropriate. Thereafter, four (not necessarily new) general members shall be elected by the Committee’s membership at the annual meeting. The Chair shall, no less than 90 days preceding each annual meeting, appoint a nominating committee of three or more members of the Council who will prepare a report for submission at the annual meeting. The report of the nominating committee shall contain nominations for four members of the Council. Except for those initial Council members designated by the Executive Committee (who will serve for the terms specified by their designation), Council members will serve staggered four-year terms. General members are limited to two consecutive four-year terms plus any partial term. The nominating committee shall also make nominations to fill any vacancies which may occur on the Council prior to the expiration of any member’s term. Those nominees receiving a simple majority vote of those attending the annual meeting and voting will be elected.
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Section 3. Powers. The Council shall be the governing body of the Committee subject to the control of the VSB and VBA.

Section 4. Regular Meetings. The Council shall hold an annual meeting and other meetings as needed or appropriate.

Section 5. Quorum. A majority of the officers and general members of the Council shall constitute a quorum for the purpose of transacting business.

Section 6. Special Meetings. Special meetings of the Council shall be held, in person, by telephone or other electronic means, at any time at the call of the Chair, any three members of the Council, or the VBA or VSB.

Section 7. Notice of Meetings. All meetings of the Council shall be upon not less than five days’ notice by mail, fax or e-mail.

Section 8. Ex Officio Members. All former Chairs (for a period of two years after the end of their term in office) and the VSB and VBA young lawyer representatives shall be ex officio members with voting rights, provided however, the young lawyer representatives shall have no voting rights unless they are Committee Members. The executive directors or (or their designees) of the VSB and VBA and the Manager of Dispute Resolution Services of the Virginia Supreme Court shall be ex officio members without voting rights.

ARTICLE V
Sub-Committees

Section 1. Standing Sub-Committees. The Council may establish standing sub-committees for membership, programs, outreach, and communications and such other standing subcommittees from time to time as it deems appropriate. The Chairperson may appoint Joint ADR Committee members to serve on Council Subcommittees as deemed appropriate and with the approval of the subcommittee chairperson.

Section 2. Special Sub-Committees. The Chair or the Council may appoint special subcommittees, as either may deem appropriate.

Section 3. Jurisdiction. The Council shall establish the jurisdiction of the subcommittees and shall resolve any disputes among its sub-committees.

ARTICLE VI
Miscellaneous Provisions
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Section 1. Annual Meeting of the Committee. The Committee shall have at least one meeting annually for the entire membership. The Committee may have such other meetings as the Committee, the Council, or Chair may deem necessary or appropriate.

Section 2. Amendments. Any amendments to these bylaws shall be upon the approval of a majority of the members of the Committee present and voting at a meeting of the full membership or upon the approval of a majority of the votes cast at a meeting of the Council, provided a quorum exists. Upon such approval, such amendments shall be presented to the VBA and VSB for approval, and they shall not be effective until so approved.

Section 3. Publications. The Committee may produce and distribute a newsletter or other publications. Any such publications shall be produced in consultation with the VSB and VBA.

Section 4. Committee Conferences. The Committee may sponsor conferences or seminars pertaining to alternative dispute resolution. Such conferences or seminars shall be conducted in consultation with the executive directors of the VBA and VSB.

Section 5. Legislative and Regulatory Activities. The Committee shall abide by the legislative and regulatory activities policies of the VSB and the VBA and shall take no position on legislation without the permission of the VBA and the VSB.

Section 6. Budget. The Committee shall submit its budget to the VBA and VSB each year for the approval of both the VBA and VSB.

Section 7. Dues. Annual dues shall be an amount approved by the VSB and VBA upon recommendation of the Council.

Section 8. Reports. The Committee shall submit an annual report to the VBA and VSB. The Committee shall submit such other reports as may be requested by the VSB or VBA.

Section 9. Expenditures of Funds. The Committee may expend the funds it collects through the payment of dues or otherwise in accordance with its approved budget or such other approval as is given jointly by the VSB and VBA. However, the Committee is not empowered to spend funds in excess of those actually on hand, nor may it obligate the VBA or VSB. Any expenditure shall be in accordance with applicable laws and regulations.