

CHARTER

ACC LAW DEPARTMENT MANAGEMENT COMMITTEE

REVISED OCTOBER 2009

1. Purpose:

The mission of the Law Department Management Committee (LDMC) is to assist members with further developing their leadership and strategy skills to increase the operational efficiencies of their law departments. Additionally, the LDMC's mission is to: (i) increase awareness of, and develop membership expertise in, internal and external issues affecting in-house counsel within corporate law departments; (ii) facilitate networking among members by providing various forums for information gathering and sharing; and (iii) serve as a national resource to local LDMC's within ACC chapters.

II. Membership:

Any ACC member is eligible for membership.

III. Organization:

The LDMC Executive Committee (EC) shall have the following officers: Chair, Vice Chair, Secretary, and all chairs of such subcommittees as the EC may appoint, by a majority vote, from time-to-time, with the Chair breaking any tie vote.

Chair - The Chair shall serve as the primary contact with ACC staff and the LDMC sponsor, attend all ACC Council of Committees monthly meetings and summarize such meetings to the EC, and serve as the leader of the LDMC.

Vice Chair - The Vice Chair shall perform all duties related to the ACC annual meeting programs and shall perform all duties as assigned by the Chair from time to time.

Secretary - The Secretary shall document all minutes of each LDMC meeting, work with the Chair and Vice Chair to submit agendas to members in a timely fashion, and otherwise assist the Chair and Vice Chair.

The EC shall be authorized to act on behalf of the LMDC. All officers of the EC report directly to the Chair.

The Chair, Vice Chair, and Secretary of the LDMC shall each serve for a minimum of a one-year term.

Any LDMC member may run for any officer position by submitting a nomination request

to the then current Chair no less than thirty (30) days before the annual business meeting.

The Vice Chair and the Secretary each will be elected by a majority vote of the LDMC members present (e.g., in person, electronically, telephonically) at the annual business meeting with any tie being decided by the Chair. When practicable, the Chair will be succeeded by the Vice Chair. If there is a vacancy of an EC officer prior to the annual business meeting, the EC, by majority vote, shall elect or appoint, whichever applies, a new officer to serve in the vacant role for the remainder of the applicable term with the Chair breaking any tie vote; provided, however, with respect to the Chair, the Executive Leadership of the ACC Council of Committees will break any tie vote.

At any time and for any reason, any officer of the EC may be removed by a majority vote of the EC, with any tie being decided by the Chair; provided, however, with respect to the Chair, the Executive Leadership of the ACC Council of Committees will break any tie vote.