

Regional Governing Board – Roles and Responsibilities

Regional Governing Board Members are bound by the bylaws of LMA International (LMA) and are expected to:

- Govern the Regional Board.
- Uphold the mission, vision and core values of LMA.
- Adhere to the policies and procedures of LMA.
- Ensure the financial health of the Regional Board.
- Participate in developing an annual budget for the region.
- Develop a strategic plan and an annual work plan for the Regional Board.
- Establish the priorities and scope of work for Regional committees and task forces.
- Make decisions according to changing environmental conditions to ensure that LMA is a vibrant, sustainable organization.
- Monitor industry and professional trends as a component of service.

In addition, all Regional Governing Board members will deliver on the following responsibilities:

- Attendance Requirements – A board member who is absent for three meetings is subject to removal from the board.
- Stewardship – Board members are expected to adopt a broad perspective on the organization's activities and industry developments, raising ideas and suggestions, as well as supporting and communicating the organization's priorities in any way possible.
- Confidentiality – Board members will maintain the confidentiality of all board discussions and will advocate the official positions of the board.

Regional Governing Board President

The Regional Governing Board President shall oversee and direct the Regional Board and its meetings and activities. The Regional Board President shall preside at all Regional Governing Board meetings, shall automatically succeed to the office of Regional Governing Board Immediate Past President at the end of the current Regional Governing Board Immediate Past President's term, shall appoint, except as otherwise provided in these guidelines, the Chair of all Regional committees and, in consultation with the Chair, make all committee appointments, and shall in general perform all duties incident to the office of Regional Governing Board President and any other duties as may be prescribed by the International and Regional Board of Directors.

Additionally, the Regional Governing Board President will periodically consult with the Regional Board members about their roles and assess their performances. The Regional Board President will review and provide appropriate recommendations in order to ensure that contracts and similar agreements are reviewed and finalized by the LMA Executive Director or appropriate LMA staff designees. The Regional Board President is expected to attend at least two Local city events within his or her respective region during his or her term. The Regional Board President reserves the right to call special meetings, if necessary.

Regional Governing Board President-Elect

The Regional Governing Board President-Elect will collaborate with the Regional Governing Board President in order to learn the role of the Regional Board President, to become familiar with the programs of LMA and its governance, and to develop and facilitate officer transitions. The Regional Governing Board President-Elect shall preside at all meetings of the Regional Governing Board of Directors in the absence of the Regional Governing Board President, shall automatically succeed to the office of Regional Governing Board President at the end of the presiding Regional Board President's term, and shall perform all duties incident to the office of Regional Board President-Elect and any other duties as may be prescribed by the Regional Board President or the Regional Board of Directors. The Regional Board President-Elect is expected to attend all Regional Board meetings.

Regional Governing Board Secretary

The Regional Governing Board Secretary shall keep or cause to be kept the minutes of the meetings of the Regional Board of Directors, shall see that all notices are duly given in accordance with the provisions of these guidelines or as required by law, shall be custodian of the corporate records, shall keep or cause to be kept an accurate census of the membership, and shall in general perform all duties incident to the office of Secretary and such other duties as from time to time may be assigned by the Regional Governing Board President or the Regional Governing Board of Directors. The Regional Secretary is expected to attend all Regional Board meetings. The office of Secretary is a two-year term.

Regional Governing Board Treasurer

The Regional Governing Board Treasurer is responsible for overseeing the reporting of the Region's budget and financials and shall assume the responsibility of ensuring that all funds and securities of the region are submitted and accounted for as directed by appropriate LMA headquarters designees. The Regional Governing Board Treasurer shall also receive and give receipts for monies due and payable to the region from any sources whatsoever and see that appropriate deposits of all such monies in the name of the region in such banks, trust companies, or other depositories are carried out in accordance with the provisions of the association policies and procedures. Additionally, the Regional Governing Board Treasurer shall submit financial reports to the Regional Governing Board of Directors at its regular meetings and to the membership through an annual report and shall in general perform all of the duties incident to the office of Treasurer and such other duties as from time to time may be assigned by the Regional President or by the Regional Board of Directors. The office of Treasurer is a one-year term.

Regional Governing Board Treasurer-Elect

The Regional Governing Board Treasurer-Elect shall be responsible for assisting the Regional Board Treasurer in the financial affairs of the Region, shall assume the duties of the Regional Board Treasurer at meetings of the Regional Board in the absence of or upon the request of the Regional Board Treasurer, shall assume the duties of the Regional Board Treasurer in the event of the Regional Board Treasurer's incapacity, and shall automatically succeed to the office of Regional Board Treasurer at the end of the presiding Regional Board Treasurer's term.

Regional Governing Board Immediate Past President

The Regional Governing Board Immediate Past President provides advice and leadership to the Regional Governing Board of Directors regarding past practices and other matters in order to assist the Regional Board in governing the Association. The Immediate Regional Past President supports the president and the President-Elect on an as-needed basis. The Immediate Regional Past President shall be the Chair of

the Regional Nominating Committee and shall perform all duties incident to the office of Immediate Regional Past President and any other duties as may be specified by the Regional President or the Regional Board of Directors.

Regional Governing Board Directors-at-Large

Each Regional Governing Board shall have five Directors-at-Large. For the 2017 term, three Directors will be slated for two-year terms and two directors will be slated for one-year terms. Thereafter, all Directors' terms will be for two years, staggered so that two or three of the five Directors will be slated each year.

Regional Directors-at-Large are expected to fully participate in all board meetings, in person or via conference call.

- Each Director will have at least one committee liaison or special initiative assignment and may be assigned special projects from time to time by the Regional Governing Board President.
- Ambassadorship – Regional Directors are expected to serve as ambassadors to members and potential members by participating in Local chapter events and attending legal industry functions.
- Recruitment – Regional Directors are expected to help recruit new members of the LMA and to encourage involvement by recruiting committee members and volunteers.

Regional Administrator – (Ex Officio / Non-Voting)

The Regional Administrator is responsible for all logistical aspects of planning the Regional Governing Board meetings, coordinating Regional Governing Board activities, coordinating logistics for regional programs and events and fulfilling LMA International and headquarters' office requests. The Regional Administrator should attend board meetings and may contribute to the conversation, though will not have a vote. These activities shall be undertaken in accordance with LMA policies and procedures. The Regional Administrator will perform such other duties as are specified by the Regional Governing Board President. The Regional Administrator will be an Independent Contractor and will contract directly with LMA International (contract to be executed by the Executive Director). The Regional Administrator will also assist with the logistical needs of the individual local entities within the region.

Local Steering Committee – Roles and Responsibilities

Local Steering Committee (LSC) Members are bound by the guidelines, policies, and procedures of LMA International and are expected to:

- Govern the local entity.
- Uphold the mission, vision, and core values of LMA.
- Adhere to the policies and procedures of LMA.
- Ensure the sound financial health of the local entity.
- Develop, in coordination with their Regional Governing Board, an annual budget for the local entity.
- Collaborate with the Regional Board in order to develop an annual work plan for the local entity.
- Establish the priorities and scope of work for committees and task forces.
- Make decisions according to changing environmental conditions to ensure that LMA is a vibrant, sustainable organization.
- Monitor industry and professional trends as a component of service.

In addition, all Steering Committee members will deliver on the following responsibilities:

- Attendance Requirements – LMA policies specify that a Steering Committee member who is absent for three meetings is subject to removal from Local leadership.
- Stewardship – Steering Committee members are expected to adopt a broad perspective on the organization's activities and industry developments, raising ideas and suggestions as well as supporting and communicating the organization's priorities in any way possible.
- Confidentiality – Steering Committee members will maintain the confidentiality of all Committee discussions and will advocate the official positions of the Committee and as communicated by the Regional Governing Board.

Local Steering Committee Chair

The LSC Chair will lead the Local professional development and social activities for Local members of the LMA. The LSC Chair will serve as the primary liaison between the Regional Governing Board and Local members. The LSC Chair will conduct and set the local budget and agenda for LSC meetings and initiatives. The LSC Chair will be responsible for providing a report to the Regional Governing Board pertaining to Local Steering Committee activities and goals. The Chair will lead the implementation of Regional Governing Board directives with respect to Local membership. The Chair will preside over all Local Steering Committee meetings. The office of Steering Committee Chair is a one year term. For Local entities with Members-at-Large (MAL), one MAL position may be reserved for the outgoing Chair for a one year term.

Local Steering Committee Vice Chair

The LSC Vice Chair will collaborate with his or her Local Steering Committee Chair in order to learn the Local Steering Committee Chair's role, to become familiar with the programs of the LMA and its governance, and to develop and facilitate officer transitions. The Vice Chair shall preside at all Committee meetings in the absence of the Local Steering Committee Chair, shall automatically succeed to the office of Local Steering Committee Chair at the end of the presiding Chair's term, and shall perform all duties incident to the office of Vice Chair and such other duties as may be prescribed by the Chair or the Regional Governing Board. The Vice Chair is expected to attend all Local Steering Committee meetings. The office of Vice Chair is a one year term.

Local Steering Committee Secretary

The Local Steering Committee Secretary shall keep or cause to be kept the minutes of the LSC meetings. The LSC Secretary shall maintain the list of Local members. Additionally, the LSC Secretary shall perform other duties from time to time as assigned by the LSC Chair. The term for the LSC Secretary is one year. An individual may serve up to two consecutive terms as LSC Secretary.

Local Steering Committee Members-at-Large

Members-at-Large of Steering Committees are expected to fully participate in all Steering Committee meetings, in person or via conference call.

- Members-at-Large may serve as either the Chair of or a liaison to one or more specific Local committees. In addition, they may be assigned special projects from time to time by the Steering Committee Chair.
- Ambassadorship – Members-at-Large are expected to serve as ambassadors to members and potential members by participating in Local events and attending legal industry functions.
- Recruitment – Local Members-at-Large are expected to help recruit new members of the LMA and to encourage involvement by recruiting committee members and volunteers.