

The Mountaineers Litigation Committee Charter

Purpose

The purposes of the Litigation Committee shall be to consider, review, and resolve, if possible, including through litigation as necessary, disputes arising with respect to real and personal property, including intangible and intellectual property, claimed by The Mountaineers; and to permit such work to be performed in an expeditious manner with the goal of benefitting The Mountaineers. The committee shall have the authority to act in the stead of the Board of Directors of The Mountaineers pursuant to the Bylaws of The Mountaineers, and within such financial or other parameters as may be established by further resolution of the board. The committee shall report periodically to the board and to the executive committee between board meetings.

Reference: Board Meeting Minutes of _____.

Membership

The committee shall be chaired by the President of The Mountaineers, or, in his or her discretion, the immediate Past-President of The Mountaineers, and shall consist in addition of the Chief Executive Officer and two additional board members of The Mountaineers. The additional board members shall be appointed by the committee chair, who shall designate one of the board members as vice chair of the committee. Members shall serve for the duration of the committee's existence provided they remain qualified. Vacancies shall be filled by the committee chair.

Duration

The committee is a special committee of the board, and shall exist for a period of the earlier of three years or until outstanding and/or foreseeable issues within the committee's purposes have been resolved as determined by the board.

Functions

The CEO and chair may retain and confer with legal counsel and make day-to-day decisions regarding the management of disputes falling within the committee's chartered purposes, but shall meet with the committee before making significant management decisions, such as decisions to finally resolve a dispute. The CEO and chair may obtain the participation of other committee members in day-to-day management activities.

Quorum

The presence of three members of the committee shall constitute a quorum.