



Charter of the CPR Council

- The CPR Institute is a not-for-profit organization, whose thought-leadership has produced pioneering resources and advancements in dispute prevention and resolution.
- Ensuring advancements in the quality, integrity and currency of dispute resolution is a fluid, on-going process that benefits from the generation of ideas and feedback of experienced professionals.
- The CPR Council is charged with this responsibility as described below, subject to any direction and oversight from CPR's Board of Directors.
- The Council is comprised as follows:

Co-Chairs of the CPR Council Co-Chairs of the CPR Council will serve for staggered three-year terms and shall each be designated by the President & CEO of CPR on the recommendation of the current Co-Chair{s} and approval of the Board. At the discretion of the President & CEO of CPR, and subject to approval of the Board, the term of a Co-Chair may be extended for an additional three years. If for some reason a Co-Chair is unable to fulfill his or her term, a replacement chair shall be designated for the remainder of the term in the same fashion as the original Co-Chair, which replacement term shall not be counted towards the term limits set forth above.

Participation on the Council An invitation to designate one representative for participation in the Council will be extended to each of the corporate members of the CPR Institute, as well as to certain law firm and academic members. Invitations may also be extended to panelist and individual members. In all events, invitations shall be subject to review by a standing committee of the Co-Chairs and the President & CEO {the "ExCom"}.¹ Individual representatives' respective terms on the Council will be four {4} years from the year in which that individual joins the Council,² and may be extended by the ExCom in its discretion to best serve the purposes of the Council.³ Ex-officio participants of the Council will be all members of the Board of Directors, the Chairs of all CPR Committees or other CPR Institute standing bodies, and the Chairs of the International Advisory Boards. If a Council participant leaves the Council before his or her term expires, the ExCom will attempt to replace the participant with another representative of the organization or role for which the participant was serving.

¹ In admitting members to the Council, diversity of the Council's composition will be taken into consideration.

² The terms of the Council Co-Chairs will not be counted toward these limits.

³ The terms of these representatives may be staggered terms and will be indicated as such at the time of their invitation, or re-appointment, to the Council.

⁴ In the event that a Council member is unable to attend one of the Council meetings, a colleague may be designated to attend in the Council member's stead.



- The responsibilities of the CPR Council shall include the following:

Meetings The CPR Council shall meet at least three times a year, sometimes in coordination with Board of Director meetings. Members of the Council are expected to attend these meetings either in person or remotely. ⁴ Additional meetings of the Council and working groups of the Council may be convened by the ExCom. The ExCom shall be responsible for setting the agenda for meetings in consultation with participants of the Council and CPR Staff;

Thought Leadership The CPR Council shall seek to continue to educate itself and CPR on dispute prevention and resolution trends, practices, jurisprudence, and policies — globally — with a focus on sustaining, innovating and continuously improving on the work of the organization for the communities CPR serves. In so doing, it is expected to provide input to the CPR Staff in connection with the programming of the CPR Institute;

Annual Meeting Steering Committee The CPR Council, or a working group thereof as identified by the ExCom, along with the staff of CPR, as part of the Steering Committee of the CPR Annual Meeting. As Steering Committee members, they shall be responsible to develop the agenda and content for the meeting, identify speakers, help draw attendance to the meeting, support sponsorships for the meeting, and otherwise assist in the successful execution of this marquee event for CPR;

Work Product Review Work product generated by the CPR Institute that is to be used by CPR Dispute Resolution {such as rules, procedures, protocols, and guidelines – but not manuals or other publications} at the request of the President & CEO shall be overseen by the CPR Council in accordance with a process established by the ExCom;

Support of CPR Institute Members of the CPR Council shall engage in the work of at least one Committee or Standing Body of the CPR Institute, recommend interested persons who have requisite experience in participating in the projects of the CPR Institute, assist CPR in sustaining and expanding its capabilities, including by helping to maintain and expand membership in the organization, and introduce to CPR at least one other representative at their organization and mentor such individual{s} in their interest and participation in CPR; and

Support of CPR Dispute Resolution Members of the CPR Council shall also seek to improve the Panel of Distinguished Neutrals and help drive implementation of the services of CPR Dispute Resolution;

- The Council, through its Co-Chairs, is expected to report to the Board on its work and that of its constituent committees.