

CHARTER OF THE FINANCE AND DEVELOPMENT COMMITTEE OF BIRMINGHAM VOLUNTEER LAWYERS, INC.

PURPOSE, OBJECTIVES AND RESPONSIBILITIES

The purpose and objectives of the Finance and Development Committee (the “Committee”) of the Board of Directors (the “Board”) of Birmingham Volunteer Lawyers, Inc. (the “Corporation”) are to assist the Board in fulfilling the Board’s responsibilities to the Corporation and its stakeholders, particularly with respect to the Corporation’s business, financial and development strategies, policies and decisions. Capitalized terms not otherwise defined have the meaning set forth in the Bylaws of the Corporation.

The specific responsibilities of the Committee are to:

- (a) develop, review, recommend and advise the Board on budgets, projections, cash flows, investments, financial performance, financial reporting and related issues;
- (b) to the extent requested by the Board or the Executive Committee, consistent with the Bylaws, review and approve expenditures, purchases, contracts and financial commitments;
- (c) develop, review, recommend and advise the Board on long-term financial and investment goals, policies and practices;
- (d) oversee and monitor the Corporation’s revenue and fundraising activities and strategies, including grants, donations, government programs and events;
- (e) facilitate director and officer engagement and participation in the Corporation’s revenues and fundraising activities and strategies;

- (f) develop, review, recommend and advise the Board on long-term operational, strategic, and development goals and initiatives and align and harmonize such goals and initiatives with the Corporation’s financial and investment goals, policies and practices and the Corporation’s revenue and fundraising activities and strategies;
- (g) report to the Board on a regular basis, as determined by the Committee or the Board; and
- (h) fulfill such other duties and tasks as may be specified in this charter, or as may be delegated from time to time by the Board.

The Committee will coordinate its effort with those of other committees in areas in which their respective responsibilities overlap.

COMMITTEE COMPOSITION

The Committee shall consist of not fewer than three members.

Each member of the Committee shall be appointed by the Board and shall be removed or replaced by the Board in accordance with the Bylaws.

The Board of Directors shall designate one member of the Committee as its chairperson (the “Chair”), provided that if the Board of Directors does not designate a Chair, the members of the Committee, by majority vote, may designate a Chair.

COMMITTEE STRUCTURE AND OPERATION

Except as provided in the Bylaws, any applicable resolution of the Board, or in this charter, the Committee shall determine the rules of procedure under which the Committee shall operate.

The Committee shall meet as often as it deems necessary to carry out its duties and responsibilities, but in any event not less than four times per year. A quorum shall consist of a majority of the members of the Committee present in person or by means of a conference telephone or other communication

equipment by means of which all persons participating in the meeting can hear and participate.

The Chair shall preside over the meetings of the Committee and shall appoint a secretary (who need not be a member of the Committee) to take written minutes of the meetings.

The Chair, in consultation with the other members of the Committee and subject to the requirements set forth in this charter, will determine the frequency and duration of the meetings of the Committee and the agenda of items to be addressed at each meeting. In advance of each meeting and to the extent practicable, the Chair shall circulate the agenda for each meeting to each member of the Committee. In addition, if requested by the Board, the Chair shall call a meeting of the Committee and place on the agenda such items as may be requested by the Board.

The Committee may invite to its meetings other members of the Board, members of the Corporation's staff and such other persons as the Committee deems appropriate. The Committee may exclude any person (other than a member of the Committee) from a meeting as the Committee deems appropriate.

The Committee may form and delegate any of its authority and responsibilities to one or more subcommittee(s) as deemed appropriate by the Committee; provided, however, that no subcommittee shall consist of fewer than two members; and provided further that the Committee shall not delegate to a subcommittee any power or authority required to be exercised by the Committee as a whole by the Bylaws, any resolution of the Board, this charter, or applicable law.

The Committee will, from time to time and at least annually, review and revise this charter as appropriate and recommend any amended or restated charter to the Board for approval.

AUTHORITY

The Committee shall have authority to perform all acts necessary or appropriate to fulfill its responsibilities and achieve its objectives under this charter and as otherwise directed by the Board, provided such acts are not contrary to the Articles of Incorporation, the Bylaws or applicable law.

The Committee may from time to time request the Board to retain and terminate professionals to assist the Committee in the discharge of its duties and

responsibilities, with fees and expenses to be borne by the Corporation as approved by the Board. The Committee shall have no authority to retain professionals, or to incur any other expense, without the express prior approval of the Board.

DISCLOSURE OF CHARTER

This charter shall be made available on the Corporation's website.

DATE OF ADOPTION

This charter was adopted by the Committee on February 20th, 2019 and approved by the Board of Directors on March 13th, 2019.