

LEGAL SERVICES CORPORATION
BOARD OF DIRECTORS

TELEPHONIC MEETING OF THE
GOVERNANCE & PERFORMANCE REVIEW COMMITTEE

OPEN SESSION

Wednesday, February 15, 2012

4:33 p.m.

Legal Services Corporation
3333 K Street, N.W.
Washington, D.C. 20007

COMMITTEE MEMBERS PRESENT:

Martha Minow, Chairperson
Sharon L. Browne
Charles N.W. Keckler
Julie A. Reiskin
John G. Levi, ex officio

OTHER BOARD MEMBERS PRESENT:

Robert J. Grey, Jr.

STAFF AND PUBLIC PRESENT IN THE CORPORATION'S
OFFICES:

James J. Sandman, President

Katherine Ward, Executive Assistant to the Vice
President for Legal Affairs

David L. Richardson, Comptroller and Treasurer,
Office of Financial and Administrative Services

Jeffrey E. Schanz, Inspector General

John Constance, Director, Office of Government
Relations and Public Affairs

Rebecca Fertig, Special Assistant to the President

Richard Sloane, Special Assistant to the President

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P R O C E E D I N G S

(4:33 p.m.)

CHAIRMAN MINOW: Let's start the meeting of
the Governance & Performance Review Committee.

Can I have an approval of the agenda?

M O T I O N

MS. REISKIN: So moved, by Julie Reiskin.

PROFESSOR KECKLER: Seconded.

CHAIRMAN MINOW: All in favor?

(A chorus of ayes.)

CHAIRMAN MINOW: Great. And approval of
the minutes of the meeting from January 20th?
Anybody have any changes on that?

MS. REISKIN: I didn't get those minutes.
I just got two other documents.

CHAIRMAN MINOW: Well, we will postpone
that, then.

MS. REISKIN: But if everyone else got
them, I'll trust you guys.

CHAIRMAN MINOW: No. Now that I'm looking
at them, I'm not sure I see the minutes. I'm not
sure they were much at all. I think that we can

1 just maybe just recognize that we met and we talked
2 about having this meeting. Maybe that's the best
3 thing to do.

4 MS. REISKIN: I think that's all we did.

5 CHAIRMAN MINOW: So let's turn --

6 MS. REISKIN: Well, no --

7 CHAIRMAN MINOW: Go ahead, Julie.

8 MS. REISKIN: Didn't we do the evaluation
9 of the IG?

10 CHAIRMAN MINOW: Oh, good for you. We did
11 do the evaluation of the IG. That's quite right.
12 And then we talked about having this meeting. So
13 I'll make sure that there's some minutes.

14 So let's turn to the heart of this meeting,
15 which is to discuss the President's self-evaluation.
16 Everybody have the copy of his comments? As we have
17 suggested -- thanks, Charles, for the suggestion --
18 we're starting with the job description that we had
19 developed when we recruited him.

20 So let's just take it point by point. On
21 the first page, he talks about his specific
22 responsibilities in relationship to the Board of

1 Directors, the strategic plan, and effective
2 operations. Comments on what he comments here?

3 MS. REISKIN: This is Julie. And I think -
4 - I don't know if I can speak for everyone. But I
5 know, speaking for myself, I feel like the
6 President's done a terrific job, and the comments
7 that are heard everywhere are very, very good.

8 So I don't mean this in any kind of
9 critical way, but I know in other evaluations that
10 I've seen, especially self-evaluations, it's usually
11 helpful to talk about, certainly, the successes and
12 what's happened, but also what the goals are.

13 I mean, there's some of that. There's a
14 little about "continue to do this" or -- but I
15 didn't really see anything looking forward. And I
16 don't know, maybe that isn't done -- maybe that
17 isn't the right place for it or something. I don't
18 know. I'm not used to doing evaluations at this
19 level.

20 CHAIRMAN MINOW: Well, I think it's a very
21 fair point. I think this is all new, and doing it
22 in the sunshine is especially new. But I think it's

1 a fair point to raise with him for the first one
2 he's done at this time that we've had a performance
3 review of our President. And I think it's fair to
4 think about developing a place for areas for
5 improvement or focus for goals for the future. I
6 think that's a good point.

7 PRESIDENT SANDMAN: This is Jim. I'm here,
8 and I'm happy to respond.

9 CHAIRMAN MINOW: Hi, Jim.

10 PRESIDENT SANDMAN: Or I'm happy to leave
11 the room if you would be more comfortable.

12 CHAIRMAN MINOW: Oh, no. No, no, you
13 should be here. You should be here. It's not
14 something I asked Jim to do, to talk about the goals
15 or areas for improvement. We are making this
16 process up as we develop it, and that's a good thing
17 to use for the future.

18 MS. BROWNE: I would also like to see
19 priorities in the implementation of goals because,
20 normally, they have several different types of
21 goals. And it's always helpful, at least in my
22 opinion, to set out the priorities.

1 CHAIRMAN MINOW: Right. I think that's
2 very good, too. I think Jim was just starting, and
3 so I thought it might be helpful just to move
4 through the particular responsibilities and then
5 step back.

6 And so with regard to the first one,
7 partnership with the Board and developing a
8 strategic plan and goals, I think what we're hearing
9 -- goals for the effective operation, that there
10 might be more explicit discussion about Jim's own
11 goals and priority among them. Is that a fair
12 statement?

13 MS. BROWNE: It is fair to me, yes.

14 MS. REISKIN: Yes. Same for me. Without
15 any criticism; he's done a fantastic job.

16 CHAIRMAN MINOW: You have, Jim. Everybody
17 believes that.

18 On page 2, as we turn to lead and manage
19 the overall operations, I think that there's no
20 question that this is a fair description about
21 enhancing communications with the OCE and OPP, and
22 eliminating the FOIA backlog; better responses with

1 the union; pushing the timing of responses to the
2 GAO and the Inspector General -- I think all of
3 that's great.

4 And one thing that maybe is understated
5 here, Jim, is that your development of an excellent
6 relationship with the IG's office is really fair to
7 identify.

8 What's not explicit here is what kind of
9 overall or periodic review of each of these sectors
10 inside the organization you have underway, including
11 performance review, how you are giving priority to
12 that, because you can't do everything all at once.
13 So that might be something to raise for the future.

14 PRESIDENT SANDMAN: Sure.

15 CHAIRMAN MINOW: Anybody have further
16 thoughts on that lead and manage the operations
17 point?

18 PROFESSOR KECKLER: Yes. This is Charles.
19 I think that one of the things that is said in that
20 section or the description of that goal is, assess
21 the current internal organization and determine
22 where changes need to be made.

1 And obviously, one that's crossed over into
2 this year has to do with fiscal oversight and so on
3 that I think might appropriately go in there. But I
4 think beyond that -- and this gets to Julie's point
5 -- I think it's certainly fine with me and doesn't
6 detract at all from a very positive assessment of
7 what's happened to talk about things, challenges
8 that you've had with things like the performance
9 reviews that we've talked about, and there's a
10 reason why it was a challenge, and what you're
11 working on it.

12 And then another challenge, which again
13 doesn't really reflect badly on you but it is
14 something that you're dealing with this last year
15 and the year coming up has to do with the changeover
16 in a number of senior staff and vacancies in the
17 senior staff.

18 So I think the self-evaluation is fine,
19 even though this was very much an interim kind of
20 procedure. But I would go ahead and add in things
21 where you haven't completed these difficult tasks,
22 and they're left for things to continue working on.

1 PRESIDENT SANDMAN: Sure. I'd be happy to
2 do that.

3 CHAIRMAN MINOW: Including the
4 implementation of the fiscal oversight report.
5 Right.

6 PRESIDENT SANDMAN: Right.

7 CHAIRMAN MINOW: Okay. It's good. And so
8 both with regard to the coming year and then as we
9 think about doing this kind of review a year from
10 now, it sounds like we should help to list up or
11 elevate attention to what are the activities that
12 have not been fully done or remain to be done, and
13 priorities for the coming year.

14 PRESIDENT SANDMAN: Got it.

15 CHAIRMAN MINOW: And implementing the
16 fiscal oversight recommendations, everybody knows.

17 As to the next one, relationships with
18 Congress and all relevant groups and organizations,
19 this is, I think, one place, Jim, where you exceeded
20 expectations. You were everywhere, everyplace, and
21 with great reviews. I think all of that is
22 absolutely right.

1 I think that, going forward, my own view is
2 that you're going to need to pace yourself and maybe
3 not do quite as much of this all over the place.
4 But partly you were establishing relationships both
5 for yourself and also for the organization. And so
6 now you may need to pace it a little more, if that
7 makes sense.

8 PRESIDENT SANDMAN: It does.

9 CHAIRMAN MINOW: Other thoughts on that?
10 Anybody?

11 MS. REISKIN: Either that, or he can figure
12 out cloning.

13 CHAIRMAN MINOW: Cloning is good, yes. And
14 Congress is right up there at the top, and then to
15 figure out what the priorities are further down.
16 I'm sure we all are available to help brainstorm
17 about that, and I know you were in touch with John
18 about that.

19 MR. LEVI: I'm on, incidentally.

20 CHAIRMAN MINOW: Oh, good. Hi, John.

21 Anybody want to make comments about that,
22 going forward for the coming year, priorities about

1 representing LSC in all of its relationships with
2 everybody?

3 PROFESSOR KECKLER: I just have a very
4 brief comment, Martha, which I think Jim knows,
5 regarding the Executive Branch. And the Access to
6 Justice people over at the Justice Department, I
7 think, were very appreciative of the reach-out that
8 was done, which is, again, one of these very
9 surprising things, that the Justice Department has
10 historically not had a necessarily close
11 relationship at all with LSC and other parts of the
12 Executive Branch.

13 But I think that there's a lot of
14 opportunity in the Executive Branch, maybe
15 especially right now, but I think -- but sometimes
16 it seems like they ought to be doing more of the
17 reach-out themselves. But I think it really has to
18 be LSC-led to do that. And I think there's a number
19 of ways that I'd be happy to talk about offline to
20 help that process.

21 But I think it's very important, and they
22 can be very helpful. And historically, they've been

1 under-utilized by LSC. So this has been a positive
2 change, but I think there's more that can be done.

3 PRESIDENT SANDMAN: That's a good
4 suggestion, Charles, and I'd love to talk to you.

5 CHAIRMAN MINOW: Great. Any other thoughts
6 on this?

7 (No response.)

8 CHAIRMAN MINOW: Then let's go to provide
9 oversight and programmatic guidance to grantees. I
10 think that the day-to-day oversight of grant
11 materials and questioning staff, Jim, you've done a
12 great job on that. I think that where the work that
13 remains to be done, besides continuing to work on
14 the culture of excellence, is building better
15 systems.

16 This oversight and guidance on that again
17 relates both to the Fiscal Oversight Committee but
18 also to the ongoing thoughts about the relationship
19 between OCE and OPP and how to make their roles not
20 only a "gotcha" but also a supportive one.

21 PRESIDENT SANDMAN: Got it.

22 CHAIRMAN MINOW: Anybody have further

1 thoughts on that?

2 (No response.)

3 CHAIRMAN MINOW: On inspirational
4 leadership and attracting, developing, and retaining
5 a diverse team, we're delighted with your recent
6 hires, and I think that you are motivating people
7 who are there. From my own take, I do think that
8 putting in place a serious performance process and
9 bringing it up to date is the real priority for the
10 coming year.

11 PRESIDENT SANDMAN: We're on it.

12 CHAIRMAN MINOW: Anyone have further
13 thoughts?

14 (No response.)

15 CHAIRMAN MINOW: We've already talked a bit
16 about his relationship with the Inspector General's
17 office. I really think this has been an area of
18 great strength and positivity.

19 The last sentence of your response here,
20 Jim, is really interesting, about whether we should
21 consult Jeff about this. When we arranged the
22 initial performance review for the Inspector

1 General, the first in the history of this
2 organization that was prepared a year ago, we had
3 many discussions with him and others about whether
4 to have a 360 review, and decided not to.

5 It's something that this Committee can
6 continue to think about, and whether there's a
7 modified approach of consulting some others. But we
8 did not do that, and maybe after we're done with
9 this review, specifically we can return to that
10 question.

11 MS. REISKIN: Although, if I'm recalling
12 correctly, I think every report we've gotten from
13 Inspector General has either started with or
14 emphasized how positive the relationship has been
15 with the President. So I kind of feel like we have
16 consulted with him.

17 CHAIRMAN MINOW: I think that's a good --
18 we certainly have his input, and I have no doubt on
19 the merits of this particular relationship, that
20 it's really excellent. As to the question of our
21 process, I don't think we have --

22 MS. REISKIN: Right.

1 CHAIRMAN MINOW: -- gone down that road.

2 MR. SCHANZ: Well, if you would like to,
3 you can ask me directly now because I'm in the room.

4 CHAIRMAN MINOW: Thank you. Thank you,
5 Jeff. And Jeff, the flow of information between you
6 and Jim has been just really a great thing for all
7 of us to see in the past year. I was just raising
8 the more general question about, as we develop this
9 process of performance review for the two of you,
10 whether we should build in a required part of
11 consulting not just you about each other but others
12 besides you. So let me defer that, and we can come
13 back to that.

14 PRESIDENT SANDMAN: Yes. This is Jim. I
15 was just making a simpler point. If Jeff doesn't
16 think that we have a good relationship, you
17 shouldn't take it on my say-so that we do. That's
18 all I was trying to say.

19 CHAIRMAN MINOW: Okay. That's good. And I
20 think that we all think that you have a great
21 relationship, and you each have said so.

22 Does somebody want to say something?

1 (No response.)

2 CHAIRMAN MINOW: So Jim's role in
3 relationship to the Board of Directors, keeping the
4 Board fully and currently informed about strategic
5 and overall governance matters, John, do you want to
6 say anything about that?

7 MR. LEVI: I think we're doing what we
8 ought to. I think Jim and I communicate probably
9 more frequently than he would like.

10 (Laughter.)

11 MR. LEVI: And I've had today a half-hour
12 conversation with one of the junior members of his
13 staff, Becky, and I believe that he and I share the
14 view about the coming year and its challenges.

15 And so I'm looking forward to seeing the
16 strategic plan wrapped up. Look, I couldn't imagine
17 having a better relationship between a board chair
18 and -- I mean, I've been on many not-for-profit
19 boards, and chaired them, and either worked with the
20 executive or, in the case of schools, with the
21 principal or the president, and this is as fine a
22 working relationship as I have anywhere.

1 CHAIRMAN MINOW: Well, wonderful. And
2 we're not going to ask whether you talk to each
3 other more than you talk to your wives. We're not
4 going to --

5 (Laughter.)

6 MR. LEVI: No, that wouldn't be true. But
7 there's a good respect. But we talk on the
8 weekends, if need be.

9 CHAIRMAN MINOW: I want to highlight -- in
10 the last sentence, Jim, you comment on your use of
11 management presentations at the board meetings. And
12 I just think your presentations have been excellent,
13 particularly your use of data. They're succinct,
14 well-crafted. I really can't imagine better on
15 that.

16 PRESIDENT SANDMAN: Thank you.

17 CHAIRMAN MINOW: And finally, in terms of
18 seeking to improve and expand effective delivery, we
19 talked a little bit about that before. I think that
20 the two areas that you've already made progress on
21 are excellent, and most important, that you include
22 the development of assessments and the development

1 of the technology. And I know you're moving head on
2 both of those.

3 So the only other area, that we've already
4 mentioned, is building better systems internally to
5 get support for improvement of delivery and delivery
6 models. And I hope that the Pro Bono Task Force
7 helps to identify ways that grantees can work
8 effectively in the local pro bono network, as an
9 example of that.

10 Does anyone have other comments on this
11 particular item?

12 (No response.)

13 CHAIRMAN MINOW: Okay. So overall
14 comments. Some people have made some. Does anyone
15 have any other overall comments?

16 MR. GREY: Martha, this is Robert Grey.
17 I've been on the call. I think (audio blip). Just
18 having had the opportunity to be at (audio blip)
19 myself, I just want to tell you, Mr. President, that
20 it is a great deal of admiration and respect that
21 this Board can't be happier (audio blip).

22 Sir, your demeanor and the way in which you

1 have allowed this office to evolve into a very high
2 level -- high professional level of execution and
3 relationship-building, it's just hard to do for a
4 period of time unless, quite frankly, what you're
5 doing (audio blip).

6 CHAIRMAN MINOW: Well, hear, hear.

7 PRESIDENT SANDMAN: Thank you.

8 CHAIRMAN MINOW: Let me say, Jim, in one
9 year I think on every possible dimension you have
10 moved the organization ahead and in front in a kind
11 of super-human quality, especially around
12 relationships outside, jumping into the fray with
13 the Congress, and moving ahead in front of
14 technology and the development of funding growth for
15 assessment -- things that seemed not imaginable, you
16 accomplished, as well as being the public face of
17 civil legal assistance in a way that is commendable.

18 As Julie said, every audience, every
19 possible group with whom you connect, the returns
20 are so positive. So I think that that's quite an
21 accomplishment for one year.

22 PRESIDENT SANDMAN: Thank you.

1 MS. BROWNE: This is Sharon. And I just
2 want to echo how much of a challenge it's been for
3 you this year, coming in the way you did. But I've
4 seen only positives and I've heard only positive
5 comments. And so I think the Board is very lucky to
6 have someone of your quality and caliber to assist
7 us.

8 PRESIDENT SANDMAN: Thank you, Sharon.

9 MR. LEVI: I want to congratulate you, Jim,
10 again. You know my feelings, but as Sharon said,
11 you certainly joined us at a time. And wow, I can
12 only imagine what life might have been like on this
13 Board had we not had you.

14 MR. GREY: Let's not think about that.

15 CHAIRMAN MINOW: Let's not think about
16 that. I don't want to imagine that.

17 MR. LEVI: And with small organizations, in
18 some respect where the top person has such an impact
19 on the operation, we're one of those in terms of
20 number in the headquarters, but with a very large
21 and public agenda. And it really takes having
22 somebody of your caliber, really.

1 And I think it's just such a wonderful
2 thing for legal services, for the field at large,
3 and for our Board that we have you, and hopefully
4 you feel that. And maybe in some respects you're
5 asking yourself, where did a year go? And I hope
6 that's because it's been a rewarding year, not just
7 a frustrating year but a rewarding year, and that
8 you're looking forward to coming here with equal
9 challenge and accomplishment.

10 CHAIRMAN MINOW: I think the one big
11 message, if there is one, besides kudos, thank you,
12 and well done, is the Board wants you to understand
13 you can't do everything all at once and you can't be
14 everywhere all at once. And so to the extent that
15 we can help you and John can help you with
16 priorities and identifying what for this year, what
17 for another year, that's what we would like to
18 invite you to do.

19 PRESIDENT SANDMAN: I'll take you up on
20 that. Thank you. And I thank you all for your very
21 kind comments. It's a pleasure and an honor to work
22 with all of you.

1 And I'd like to make a suggestion, in light
2 of the feedback that you've given me. I'd like to
3 supplement what I've given you already to include an
4 outline of goals for the coming year so that you can
5 use those for my evaluation a year from now.
6 There's no reason that should wait.

7 CHAIRMAN MINOW: Oh, that's excellent. I
8 think that would be just incredibly helpful, and I
9 think we'd all appreciate that. That would be
10 excellent.

11 PROFESSOR KECKLER: Thank you, Jim. That's
12 a great suggestion.

13 CHAIRMAN MINOW: So the one remaining item
14 here for us, if there are no further comments on
15 this evaluation, is discussion of our self-
16 evaluations and the Committee's goals.

17 I don't think that this requires an
18 enormous discussion, actually. I have found it
19 helpful as the chair of this Committee to see
20 people's feedback, and it looks like some greater
21 clarity about our goals but also more about how
22 we're using our meetings is really what's called

1 for.

2 And so I would suggest that at our next
3 meeting, we do that, we spend some time on that.
4 But one reason I would like to wait is that we will
5 be getting a different staff person to assist this
6 Committee, and I think that's the kind of thing that
7 we should actually have a discussion with when we
8 have that person present. Make sense?

9 MS. BROWNE: It does.

10 CHAIRMAN MINOW: Then public comment?

11 (No response.)

12 CHAIRMAN MINOW: Consider and act on any
13 other business?

14 (No response.)

15 CHAIRMAN MINOW: Adjournment? Anyone want
16 to move?

17 M O T I O N

18 PROFESSOR KECKLER: I so move.

19 MS. BROWNE: I'll second.

20 CHAIRMAN MINOW: All in favor?

21 (A chorus of ayes.)

22 CHAIRMAN MINOW: Excellent. Well,

1 wonderful meeting, wonderful committee. Thanks,
2 everybody.

3 (Whereupon, at 4:57 p.m., the meeting was
4 adjourned.)

5 * * * * *