

**Legal Services Corporation**  
**Meeting of the Board of Directors**

**Open Session**

**Friday, July 27, 2012**

Chairman John G. Levi convened an *open session* meeting of the Legal Services Corporation's ("LSC") Board of Directors ("the Board") at 4:28 p.m. on Friday, July 27, 2012. The meeting was held at the Sheraton Ann Arbor Hotel, 3200 Boardwalk Street, Ann Arbor, MI 48108.

The following Board Members were in attendance:

John G. Levi, Chairman  
Martha L. Minow, Vice Chair  
Sharon L. Browne  
Robert J. Grey, Jr.  
Charles N.W. Keckler  
Harry J.F. Korrell, III (by telephone)  
Victor B. Maddox  
Laurie I. Mikva  
Julie A. Reiskin  
Father Pius Pietrzyk  
Gloria Valencia-Weber  
James J. Sandman, *ex officio*

Also attending were:

Richard L. Sloane	Chief of Staff and Special Assistant to the President
Rebecca Fertig	Special Assistant to the President
Victor Fortuno	Vice President for Legal Affairs, General Counsel and Corporate Secretary
Mark Freedman	Senior Assistant General Counsel, Office of Legal Affairs
Jeffrey E. Schanz	Inspector General
Laurie Tarantowicz	Assistant Inspector General and Legal Counsel, Office of Inspector General
Matthew Glover	Associate Counsel, Office of the Inspector General
Joel Gallay	Special Counsel to the Inspector General, OIG
David Maddox	Assistant Inspector General for Management and Evaluation
Carol A. Bergman	Director, Office of Government Relations and Public Affairs

Carl Rauscher	Director of Media Relations, Office of Government Relations and Public Affairs
Janet LaBella	Director, Office of Program Performance
Glenn Rawdon	Program Counsel, Office of Program Performance
Allan Tanenbaum	Non-Director member of the Finance Committee
Robert E. Henley Jr.	Non-Director member of the Finance Committee
Anne Geraghty Helms	DLA Piper
Katie Jahnke Dale	DLA Piper
Elizabeth Dewey	DLA Piper
Jennifer Bentley	Manager of Outreach and Development, Legal Services of South Central Michigan
Ann Routt	Legal Services of South Central Michigan
Bob Gillett	Legal Services of South Central Michigan
Kenneth Penokie	Executive Director, Legal Services of Northern Michigan
Len Sanchez	Executive Director, Neighborhood Legal Services of Michigan
Colleen Cotter	Executive Director, Cleveland Legal Aid
Linda Rexer	Michigan State Bar Foundation
Don Saunders	National Legal Aid and Defenders Association (NLADA)
Chuck Greenfield	National Legal Aid and Defenders Association (NLADA)
Terry Brooks	American Bar Association Standing Committee on Legal Aid and Indigent Defendants (SCLAID)

The following summarizes actions taken by, and presentations made to, the Board:

Chairman Levi called the *open session* meeting to order. The Pledge of Allegiance was led by Dean Minow and Mr. Keckler.

**MOTION**

Dean Minow moved to approve the agenda. Ms. Browne seconded the motion.

**VOTE**

The motion passed by voice vote of the Board members.

**MOTION**

Dean Minow moved to approve the minutes of the Board's meeting of May 21, 2012. Mr. Keckler seconded the motion.

**VOTE**

The motion passed by voice vote of the Board members.

Ms. Helms and Ms. Dewey, both of DLA Piper, presented the report of the Pro Bono Task Force for Board input. Chairman Levi noted that the official unveiling and distribution of the report will occur in the near future. Ms. Helms and Ms. Dewey went over the major findings of the report, made recommendations based on these findings, and discussed implementation measures, and then turned it over to the Board for questions and comments.

Next, the Board discussed the strategic plan and received comments from the public. Father Pius volunteered to integrate the public comments and Board comments into the draft strategic plan in time for a late August or early September Board telephonic meeting.

Chairman Levi gave the Chairman's Report. LSC President, Jim Sandman, gave the President's Report, and Inspector General, Jeffrey Schanz, gave the Inspector General's Report.

Ms. Mikva gave the report of the Promotion and Provision for the Delivery of Legal Services Committee. Mr. Grey presented the report of the Finance Committee.

### **MOTION**

Mr. Grey moved for the Board to adopt a revised consolidated budget for fiscal year 2012. Chairman Levi stated that the motion did not require a second, just a vote or discussion. There was no response for further discussion.

### **VOTE**

The motion passed by voice vote of the Board members.

### **MOTION**

Mr. Grey moved for the Board to adopt a resolution authorizing the LSC President to make internal budgetary adjustments within the management and grants oversight account as s/he determines are reasonably necessary, up to a limit of \$75,000, and with the understanding that all other requests would require Board approval.

A brief discussion regarding the ambiguities of the \$75,000 followed. Father Pius suggested that the dollar limitation should be per adjustment. The resolution was revised to reflect this suggestion.

### **VOTE**

The motion passed by voice vote of the Board members.

Mr. Maddox presented the report of the Audit Committee, and he was followed by Mr. Keckler who presented the report of the Operations and Regulations Committee.

### **MOTION**

Mr. Keckler moved for the Board to adopt by resolution the revised private contribution of funds protocol.

**VOTE**

The motion passed by voice vote of the Board members.

**MOTION**

Mr. Keckler moved for the Board to initiate a rulemaking on third party contracting and delegate to the Operations and Regulations Committee to take appropriate actions to develop a draft rule for the Board's consideration.

**VOTE**

The motion passed by voice vote of the Board members.

**MOTION**

Mr. Keckler moved for the Board to adopt by resolution the revised charter of the Operations and Regulations Committee, as edited during the Committee's meeting.

**VOTE**

The motion passed by voice vote of the Board members.

**MOTION**

Mr. Keckler moved for the Board to approve the Continuity of Operations Plan, and delegate to Management the proper authority to modify the technical and procedural aspects of the plan.

**VOTE**

The motion passed by voice vote of the Board members.

**MOTION**

Mr. Keckler moved for the Board to publish the Further Notice of Proposed Rulemaking on alternative sanctions, as revised during the Committee's meeting.

**VOTE**

The motion passed by voice vote of the Board members.

Next, Dean Minow gave the report of the Governance and Performance Review Committees, and she was followed by Chairman Levi who gave the report of the Institutional Advancement Committee.

**MOTION**

Chairman Levi moved for the Board to adopt a resolution delegating authority to appoint non-director members to Committees of the LSC Board of Directors, as amended by Father Pius.

**VOTE**

The motion passed by voice vote of the Board members.

**MOTION**

Father Pius moved to adopt a resolution in memory of Thomas A. Fuentes. Ms. Rieskin seconded the motion.

**VOTE**

The motion passed by voice vote of the Board members.

Chairman Levi solicited public comments. Mr Maddox and Dean Minow provided comments about Mr.Fuentes.

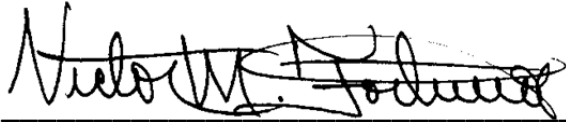
There was no other business to consider.

**MOTION**

Dean Minow moved that the meeting close for executive session. Father Pius seconded the motion.

The *open session* meeting of the Board adjourned into *closed session* at 6:43 p.m.

*I hereby certify that this is a true and correct copy of the minutes adopted by the Legal Services Corporation Board of Directors on August 31, 2012.*

A handwritten signature in black ink, appearing to read "Victor M. Fortuno", written over a horizontal line.

**Victor M. Fortuno**

Vice President for Legal Affairs, General Counsel & Corporate Secretary