

**Legal Services Corporation
Meeting of the Audit Committee**

Open Session

Thursday, January 23, 2014

Chairman Victor B. Maddox convened an open session meeting of the Legal Services Corporation's ("LSC") Audit Committee ("the Committee") at 2:57p.m. on Thursday, January 23, 2014. The meeting was held at the Hilton Garden Inn Downtown Austin, 500 North Interstate 35, Austin, Texas 78701.

The following Committee members were in attendance:

Victor B. Maddox, Chairman
Harry J. F. Korrell, III
Gloria Valencia-Weber
David Hoffman, Non-Director Member (by telephone)
Paul L. Snyder, Non-Director Member (by telephone)
John G. Levi, ex officio

Other Board members present:

Sharon L. Browne
Robert J. Grey, Jr.
Charles N.W. Keckler
Laurie Mikva
Martha L. Minow
Julie A. Reiskin

Also in attendance were:

James Sandman	President
Lynn Jennings	Vice President for Grants Management
Rebecca Fertig	Special Assistant to the President
Ronald S. Flagg	Vice President for Legal Affairs, General Counsel & Corporate Secretary
David L. Richardson	Treasurer and Comptroller
Wendy Rhein	Chief Development Officer
Jeffrey E. Schanz	Inspector General
Ronald "Dutch" Merryman	Assistant Inspector General for Audits, Office of the Inspector General
Thomas Coogan	Assistant Inspector General for Investigations, Office of the Inspector General

David Maddox	Assistant Inspector General for Management and Evaluation, Office of the Inspector General
Carol Bergman	Director, Office of Government Relations and Public Affairs
Carol Rauscher	Director of Media Relations, Office of Government Relations and Public Affairs
Janet LaBella	Director, Office of Program Performance
Lora M. Rath	Director, Office of Compliance and Enforcement
Frank B. Strickland	Non-Director Member, LSC's Institutional Advancement Committee
Robert E. Henley, Jr.	Non- Director Member, LSC's Finance Committee
Paul Furrh	CEO, Lone State Legal Aid
David Hall	Executive Director, Texas RioGrande Legal Aid
Stacie Jones	Texas RioGrande Legal Aid
Nancy Davis	WithumSmith+Brown (by telephone)
Don Saunders	National Legal Aid and Defender Association (NLADA)

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

Chairman Maddox called the meeting to order.

MOTION

Professor Valencia-Weber moved to approve the agenda. Mr. Levi seconded the motion.

VOTE

The motion was approved by voice vote.

MOTION

Professor Valencia-Weber moved to approve the minutes of the Committee's meeting of October 20, 2013. Mr. Hoffman seconded the motion.

VOTE

The motion passed by voice vote.

Mr. Merryman and Ms. Davis, WithumSmith+Brown, presented the financial audit findings for fiscal year 2013, they and answered Committee member's questions.

Mr. Richardson next reported that the auditors, WithumSmith+Brown, will be filing an extension with the IRS for submitting LSC's Form 990 for fiscal year 2013 because Mr. Richardson is still in the process of reviewing and reconciling expenses on the draft form. He answered questions from the Committee members.

In the interest of time, Inspector General Schanz deferred his briefing to the full Board meeting.

Mr. Flagg presented the revised LSC Risk Management Plan and answered Committee members' questions.

Committee Chairman Maddox summarized the Committee's evaluation for 2013 and its goals for 2014. He invited comments from Committee members and received none.

Next, Ms. Rath gave a briefing on the Office of Compliance and Enforcement's (OCE) follow-up of referrals provided by the Office of Inspector General (OIG) regarding audit and investigation reports and annual independent public accountants' audits of grantees. Ms. Rath and Mr. Merryman answered Committee members' questions.

Committee Chairman Maddox invited public comment and received none.

There was no new business to consider.

The Committee meeting adjourned for briefings in closed session at 3:46 p.m.

I hereby certify that this is a true and correct copy of the minutes adopted by the Legal Services Corporation's Audit Committee on April 7, 2014.



Ronald S. Flagg
Vice President for Legal Affairs,
General Counsel & Corporate Secretary