



BOARD OF DIRECTORS

RESOLUTION

On Ratification of, and Prior Approval for, Solicitations of Private Contributions to LSC

WHEREAS,

On August 2, 2008, the Board of Directors (“Board”) of the Legal Services Corporation (“LSC”) adopted a protocol regarding acceptance and use of private contributions to LSC (“the Protocol”) requiring Board approval prior to solicitation of private contributions; and

WHEREAS,

The term “private contributions” is not defined in the Protocol; and

WHEREAS,

In 2011, LSC sought and received a \$12,500 donation from Friends of the Legal Services Corporation (“FoLSC”) for LSC to cosponsor the American Bar Foundation’s *Access Across America* research project and an in-kind contribution from DLA Piper to provide services to LSC’s *Pro Bono* Task Force, and LSC applied for and has been offered a \$17,000 planning grant from the Public Welfare Foundation (“PWF”) for LSC to work with an advisory group in preparation for the design and implementation of a new outcome-measurement and reporting system for LSC grantees; and

WHEREAS,

The Board has not provided prior approval for solicitation of these contributions, but LSC Management has presented them to the Board for treatment as subject to the Protocol; and

WHEREAS,

In 2012, LSC Management would like to apply for a grant (“the second grant”) from PWF to support an initiative to design and implement a new outcome-measurement reporting system for LSC grantees; and

WHEREAS,

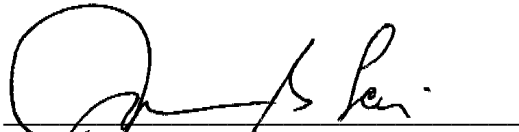
The Board desires (1) to ratify LSC’s solicitation of the contribution from FoLSC and DLA Piper and LSC’s application for the planning grant from PWF, (2) to authorize solicitation of the second grant from PWF, and (3) to authorize LSC to take any further actions to accept and otherwise complete all of the requirements of the contributions and the two grants;

NOW, THEREFORE, BE IT RESOLVED THAT:

The Board hereby provides retroactive approval of and ratifies LSC’s solicitation of the contributions from FoLSC and DLA Piper and LSC’s application for the planning grant from PWF, authorize solicitation of the second grant from PWF, and authorizes LSC to take any further actions to accept and otherwise complete all of the requirements of all the contribution and the PWF grants. This resolution is intended to provide for these three transactions the approvals required for contributions within the scope of the Protocol.

Adopted by the Board of Directors

on December 21, 2011



John G. Levi
Chairman



Victor M. Fortuno
General Counsel & Corporate Secretary