

**Legal Services Corporation
Meeting of the Governance and Performance Review Committee**

Open Session

Sunday, October 20, 2013

Committee Chair Martha L. Minow convened an open session meeting of the Legal Services Corporation's ("LSC") Governance and Performance Review Committee ("the Committee") at 2:26 p.m. on Sunday, October 20, 2013. The meeting was held at the Renaissance Pittsburgh Hotel, 107 Sixth Street, Pittsburgh, Pennsylvania 15222.

The following Committee members were present:

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

Other Board members present:

Robert J. Grey, Jr. (by telephone)
Harry J.F. Korrell, III
Victor B. Maddox
Laurie I. Mikva
Father Pius Pietrzyk
Gloria Valencia-Weber

Also attending were:

James J. Sandman	President
Lynn Jennings	Vice President for Grants Management
Wendy Rhein	Chief Development Officer
Richard L. Sloane	Chief of Staff and Special Assistant to the President
Rebecca Fertig	Special Assistant to the President
Ronald S. Flagg	Vice President for Legal Affairs, General Counsel, and Corporate Secretary
Carol A. Bergman	Director, Office of Government Relations and Public Affairs
Carl Rauscher	Director of Media Relations, Office of Government Relations and Public Affairs
Jeffrey E. Schanz	Inspector General
David Maddox	Assistant Inspector General for Management and Evaluation, Office of the Inspector General
Janet LaBella	Director, Office of Program Performance
Chuck Greenfield	National Legal Aid and Defender Association (NLADA)
Don Saunders	National Legal Aid and Defender Association (NLADA)

Herbert S. Garten	Non-Director Member, LSC's Institutional Advancement Committee
Allan J. Tanenbaum	Non-Director Member, LSC's Finance Committee
Terry Brooks	American Bar Association (ABA)

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

Committee Chair Minow called the meeting to order.

MOTION

Ms. Browne moved to approve the agenda. Mr. Keckler seconded the motion.

VOTE

The motion passed by voice vote.

MOTION

Ms. Reiskin and Mr. Keckler moved to approve the minutes of the Committee's meeting of July 23, 2013.

VOTE

The motion passed by voice vote.

Ms. Bergman reported on LSC's progress in implementing the GAO's recommendations on improving internal controls, grantee risk assessment criteria, performance management system and staffing needs assessments. She and President Sandman answered Committee members' questions.

Next, Ms. Bergman presented revised forms for Board and Committee evaluations.

President Sandman next reported on the Public Welfare Foundation grant and LSC's research agenda. He answered Committee members' questions.

Mr. Flagg then presented the Conflict of Interest Policy and corresponding resolution for the Committee to recommend to the Board for adoption. The Committee members offered several edits to the policy.

MOTION

Ms. Browne moved to recommend to the Board the adoption of the Conflict of Interest Policy, as amended, and the corresponding resolution. Ms. Reiskin seconded the motion.

VOTE

The motion passed by voice vote.

Committee Chair Minow invited public comment. Mr. Greenfield, National Legal Aid and Defender Association commented on the proposed Conflict of Interest Policy, suggesting that LSC management review an internal ethics opinion previously issued regarding grantee peer reviews.

There was no other business to consider.

MOTION

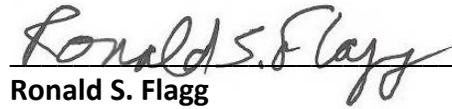
Ms. Brown moved to adjourn the meeting. Mr. Keckler seconded the motion.

VOTE

The motion passed by voice vote.

The Committee meeting adjourned at 3:34 p.m.

I hereby certify that this is a true and correct copy of the minutes adopted by the Legal Services Corporation's Governance & Performance Review Committee on January 24, 2014.



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