

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

Open Session

Friday, January 24, 2014

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 4:06 p.m. on Friday, January 24, 2014. The meeting was held at the Hilton Garden Inn Downtown Austin, 500 North Interstate 35, Austin, Texas 78701.

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.
Victor B. Maddox
Laurie I. Mikva
Father Pius Pietrzyk (by telephone)
Gloria Valencia-Weber

Also attending were:

James J. Sandman	President
Lynn Jennings	Vice President for Grants Management
Wendy Rhein	Chief Development Officer
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
Ronald "Dutch" Merryman	Assistant Inspector General for Audit, Office of the Inspector General
David Maddox	Assistant Inspector General for Management and Evaluation, Office of the Inspector General

Thomas Coogan	Assistant Inspector General for Investigations, Office of the Inspector General
Lora M. Rath	Director, Office of Compliance and Enforcement
Janet LaBella	Director, Office of Program Performance
Glenn Rawdon	Program Counsel, Office of Program Performance
Don Saunders	National Legal Aid and Defender Association (NLADA)
Herbert S. Garten	Non-Director Member, LSC's Institutional Advancement Committee
Pamela Brown	Texas RioGrande Legal Aid
David Hall	Texas RioGrande Legal Aid
David Bonbright	Keystone Accountability

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

Committee Chair Minow called the meeting to order.

MOTION

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

VOTE

The motion passed by voice vote.

MOTION

Mr. Levi moved to approve the minutes of the Committee's meeting of October 20, 2013. Mr. Keckler seconded the motion.

VOTE

The motion passed by voice vote.

President Sandman introduced David Bonbright, a hired consultant from Keystone Accountability, who gave a presentation on LSC's data collection and reporting project, which is being funded by the Public Welfare Foundation grant that LSC received in 2012. Mr. Bonbright first outlined the two goals of the project – (1) to enhance LSC's ability to assess grantee efficiency and effectiveness; and (2) to provide grantees with the tools to achieve efficiency and effectiveness. He then gave an overview of the work that has been accomplished thus far to achieve these goals. President Sandman and Mr. Bonbright answered Committee members' questions.

Committee Chair Minow led the discussion on President Sandman's evaluation for 2013 and renewal of his contract. Committee members commended President Sandman's outstanding achievements and leadership.

MOTION

Ms. Reiskin moved to recommend extending President Sandman's contract to the Board. Ms. Browne seconded the motion.

VOTE

The motion passed by voice vote.

Committee Chair Minow next led the discussion on Inspector General Schanz's evaluation for 2013. Committee members praised the work of the Inspector General and his office. Mr. Schanz answered Committee members' questions.

Next, Ms. Bergman reported on the process and results of the Board and Committee evaluations, and on LSC's progress in implementing the 2010 GAO recommendations.

President Sandman next presented proposed revisions to LSC's performance management system and answered Committee members' questions.

MOTION

Ms. Reiskin moved to recommend adopting the revised performance management policy in the LSC Employee Handbook to the Board. Because the Operations and Regulations Committee voted to eliminate the requirement that the Board approve revisions to the LSC Employee Handbook, Mr. Keckler suggested amending the motion to recommend adopting a resolution supporting management's revisions to the performance management policy instead. Ms. Reiskin accepted Mr. Keckler's amendment to the motion. Ms. Browne seconded the motion.

VOTE

The motion passed by voice vote.

Mr. Flagg then presented the proposed LSC Whistleblower Policy and corresponding resolution. The Committee members offered amendments to the policy and resolution.

MOTION

Ms. Reiskin moved to recommend to the Board the adoption of the LSC Whistleblower Policy and corresponding resolution, as amended. Mr. Levi seconded the motion.

VOTE

The motion passed by voice vote.

Next, Mr. Flagg presented the proposed amendment to Section 5.02(a) of the LSC Bylaws, regarding Committee quorums, and the corresponding resolution. The Committee members offered amendments to the LSC Bylaw provision and resolution.

MOTION

Mr. Keckler moved to recommend to the Board the adoption of the proposed amendment to Section 5.02(a) of the LSC Bylaws and corresponding resolution, as amended. Ms. Reiskin seconded the motion.

VOTE

The motion passed by voice vote.

Committee Chair Minow invited public comment and received none

There was no other business to consider.

MOTION

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

VOTE

The motion passed by voice vote.

The Committee meeting adjourned at 5:31 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 April 6, 2014.



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