

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

Open Session

Thursday, January 22, 2015

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 1:00 p.m. on Thursday, January 22, 2015. The meeting was held at the Westin Colonnade Hotel, 180 Aragon Avenue, Coral Gables, Florida 33134.

The following Board Members were present:

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

Other Board members present:

Robert Grey
Harry J. F. Korrell III
Laurie Mikva
Victor B. Maddox
Father Pius Pietrzyk
Gloria Valencia-Weber

Also attending were:

James J. Sandman	President
Rebecca Fertig Cohen	Special Assistant to the President
Lynn Jennings	Vice President for Grants Management
Ronald S. Flagg	Vice President for Legal Affairs, General Counsel and Corporate Secretary
Mark Freedman	Senior Assistant General Counsel, Office of Legal Affairs, by telephone
Stefanie Davis	Assistant General Counsel, Office of Legal Affairs, by telephone
Wendy Rhein	Chief Development Officer
David L. Richardson	Comptroller and Treasurer, Office of Financial & Administrative Services
Carol A. Bergman	Director, Office of Government Relations and Public Affairs
Carl Rauscher	Director of Media Relations, Office of Government Relations Public Affairs
Jeffrey E. Schanz	Inspector General

Laurie Tarantowicz	Assistant Inspector General and Legal Counsel, Office of the Inspector General
John Seeba	Assistant Inspector General for Audit, Office of the Inspector General, by telephone
David O'Rourke	Assistant Inspector General for Investigations, Office of the Inspector General
David Maddox	Assistant Inspector General for Management and Evaluation, Office of the Inspector General
Lora Rath	Director, Office of Compliance & Enforcement
Janet LaBella	Director, Office of Program Performance
Frank Strickland	Non-Director Member, Institutional Advancement Committee
Herbert Garten	Non-Director Member, Institutional Advancement Committee
Allan Tanenbaum	Non- Director Member, Finance Committee
Nicole Nelson	Executive Director, Alaska Legal Services Corporation
Mary Ryan	American Bar Association Pro Bono Committee
Don Saunders	National Legal Aid and Defenders Association (NLADA)
Lisa Wood	American Bar Association Standing Committee on Legal Aid and Indigent Defendants (SCLAID)

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

Committee Chair Minow called the open session meeting to order.

MOTION

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

VOTE

The motion passed by voice vote.

MOTION

Ms. Reiskin moved to approve the minutes of the Committee's meetings of October 6, 2014 and November 17, 2014. Mr. Keckler seconded the motions.

VOTE

The motion passed by voice vote.

Ms. Bergman reported on the process and results of the Board and Committee evaluations and electronic survey. Ms. Bergman answered Committee members' questions.

Committee Chair Minow led the discussion on President Sandman's evaluation for 2014. She and Committee members commended President Sandman's outstanding achievements and leadership.

Next, Committee Chair Minow led the discussion on Inspector General Schanz's evaluation for 2014. Committee members praised the work of the Inspector General and his office. Mr. Schanz answered Committee members' questions.

Mr. Flagg briefed the Committee on the revised Code of Ethics and Conduct and resolution. He answered questions from the Committee.

MOTION

Committee Chair Minow moved to approve a resolution recommending adoption of the revised Code of Ethics and Conduct policy with edits.

VOTE

The motion passed by voice vote.

Mr. Flagg briefed the Committee on Management Transition Resources. He answered questions from the Committee.

President Sandman gave progress reports on the Public Welfare Foundation and Margaret A. Cargill Foundation grants.

There was no other business to consider.

Committee Chair Minow solicited public comment and received none.

MOTION

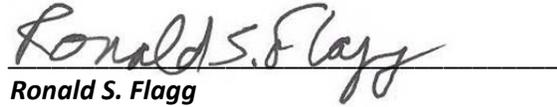
Mr. Levi moved to adjourn the meeting. Father Pius seconded the motion.

VOTE

The motion passed by voice vote.

The Committee meeting adjourned at 2:25 p.m.

I hereby certify that this is a true and correct copy of the minutes adopted by the Legal Services Corporation's Governance and Performance Review Committee on April 13, 2015.

A handwritten signature in cursive script that reads "Ronald S. Flagg". The signature is written in black ink and is positioned above a solid horizontal line.

Ronald S. Flagg

Vice President for Legal Affairs, General Counsel & Corporate Secretary