

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

Open Session

Sunday, October 20, 2013

Chairman Victor B. Maddox convened an open session meeting of the Legal Services Corporation's ("LSC") Audit Committee ("the Committee") at 4:50 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 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
Martha L. Minow
Father Pius Pietrzyk, O.P.
Julie A. Reiskin

Also in attendance were:

James Sandman	President
Richard L. Sloane	Chief of Staff and Special Assistant to the 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
Jeffrey E. Schanz	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
Ronald "Dutch" Merryman	Assistant General Inspector General for Audit

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
Allan J Tanenbaum	Non-Director Member, LSC's Finance Committee
Terry Brooks	American Bar Association
Chuck Greenfield	National Legal Aid and Defender Association (NLADA)
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

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

VOTE

The motion was approved by voice vote.

MOTION

Professor Valencia-Weber moved to approve the minutes of the Committee's meetings of July 2, 2013 and July 21, 2013. Mr. Snyder seconded the motions.

VOTE

The motion passed by voice vote.

Mr. Richardson presented the revised LSC Risk Management Plan and the corresponding resolution for the Committee to recommend to the Board for approval. Mr. Richardson and Mr. Flagg answered Committee members' questions.

MOTION

Professor Valencia-Weber moved to recommend to the Board the adoption of the LSC Risk Management Plan and the corresponding resolution. Mr. Korrell seconded the motion.

VOTE

The motion passed by voice vote.

President Sandman, Mr. Flagg, and Mr. Richardson gave a presentation on LSC's internal financial controls. They answered Committee members' questions.

Next, Inspector General Schanz, Mr. Merryman, and Ms. Rath provided a briefing about Office of Inspector General (OIG) referrals to the Office of Compliance and Enforcement (OCE) regarding the annual independent public accountants' audits of grantees. Mr. Merryman also reported on the quality control review program for independent public accountants and findings by the OIG. They answered Committee members' questions.

Mr. Merryman next invited questions on the materials relating to questioned costs that were previously circulated to the Committee and received none.

Chairman Maddox invited public comment and received none. There was no new business to consider.

MOTION

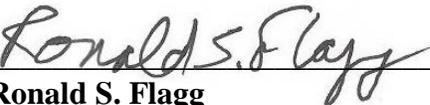
Professor Valencia-Weber moved to adjourn the meeting. Mr. Korrell seconded the motion.

VOTE

The motion passed by a voice vote.

The Committee meeting adjourned at 6:22 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 January 23, 2014.



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