

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

Saturday, January 26, 2013

Chairman Victor B. Maddox convened an open session meeting of the Legal Services Corporation's ("LSC") Audit Committee ("the Committee") at 9:19 a.m. on Saturday, January 26, 2013. The meeting was held at the Hyatt French Quarter New Orleans, 800 Iberville Street, New Orleans, Louisiana 70113.

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)

The following Board members were present:

Robert J. Grey, Jr.
Laurie Mikva
Martha L. Minow
Father Pius Pietrzyk
Julie A. Reiskin

Also in attendance were:

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| James Sandman | President |
| Rebecca Fertig | Special Assistant to the President |
| Victor M. Fortunato | Vice President for Legal Affairs, General Counsel & Corporate Secretary |
| David L. Richardson | Treasurer and Comptroller |
| Bernie Brady | LSC Travel Coordinator |
| Jeffrey E. Schanz | Inspector General |
| Ronald "Dutch" Merryman | Assistant General Inspector General for Audit |
| Glenn Rawdon | Program Counsel, Office of Program Performance |
| Carol Rauscher | Director of Media Relations, Office of Government Relations and Public Affairs |
| Janet LaBella | Director, Office of Program Performance |
| Herbert S. Garten | Institutional Advancement Committee (Non-Director Member) |
| Frank B. Strickland | Institutional Advancement Committee (Non-Director Member) |

Allan J Tanenbaum
Nancy Davis
Terry Brooks

Non-Director Member of LSC's Finance Committee
WithumSmith+Brown (by telephone)
American Bar Association

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 a voice vote.

MOTION

Mr. Snyder moved to approve the minutes of the Committee's September 30, 2012 meeting. Mr. Korrell seconded the motion.

VOTE

The motion passed by a voice vote.

Mr. Merryman introduced Nancy Davis, of WithumSmith+Brown, who presented the results of LSC's Fiscal Year 2012 Annual Financial Audit.

Mr. Richardson presented LSC's Form 990 for Fiscal Year 2012 and fielded Committee members' questions and comments.

Inspector General Schanz and Mr. Merryman deferred briefing by the Office of the Inspector General to the open session of the Board meeting, but they answered questions from Committee members who would not be able to participate in the Board meeting.

Chairman Maddox next led the discussion on the Committee's evaluation for 2012 and goals for 2013. The Committee agreed to discuss improving grantee internal controls at a later meeting.

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

MOTION

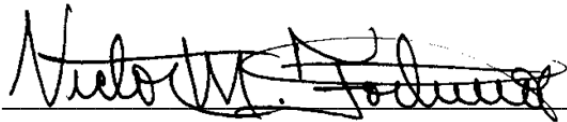
Professor Valencia-Weber moved to adjourn the meeting. Mr. Korrell seconded the motion.

VOTE

The motion passed by a voice vote.

The meeting of the Committee adjourned at 10:25 a.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 April 15, 2013.

A handwritten signature in black ink, appearing to read "Victor M. Fortuno", written over a horizontal line.

Victor M. Fortuno

Vice President for Legal Affairs,
General Counsel & Corporate Secretary