



BOARD OF DIRECTORS

Legal Services Corporation
America's Partner for Equal Justice

RESOLUTION

AMENDING TITLE AND ESTABLISHING QUALIFICATIONS FOR VICE PRESIDENT FOR COMPLIANCE & ADMINISTRATION

[Resolution # 2002-011]

WHEREAS the Board of Directors ("Board") of the Legal Services Corporation ("Corporation" or "LSC") established the position of *Vice President for Administration* on November 15, 1997 (Board Resolution # 97-013);

WHEREAS the bylaws of the Corporation provide that "[t]he officers of the Corporation shall be a President, one or more Vice Presidents . . . and such other officers as the Board determines to be necessary, all of whom shall serve at the pleasure of the Board . . . [and] shall have such authority and perform such duties . . . as may from time to time be determined by the Board[;]"

WHEREAS the *Vice President for Administration* oversees, among other components of the Corporation, LSC's Office of Compliance & Enforcement;

WHEREAS the Board is of the view that compliance represents an important function of the Corporation;

WHEREAS the Board desires to acknowledge the importance of LSC's compliance function formally by changing the title of the vice president who oversees that function to *Vice President for Compliance & Administration*; and

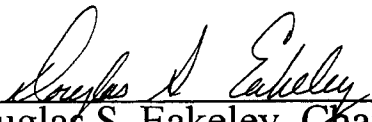
WHEREAS the Board is also of the view that a substantial legal practice experience, preferably one including work with a civil legal services program, is an important qualification for oversight of the compliance function;

NOW, THEREFORE, BE IT RESOLVED that the title of the position of *Vice President for Administration* is hereby changed to *Vice President for Compliance & Administration*, to be filled by such person as the Board appoints to that position; and

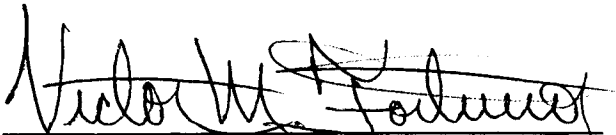
BE IT FURTHER RESOLVED that the *Vice President for Compliance & Administration* shall perform all of the duties— i.e., oversight of the Office of Human Resources, the Office of Compliance & Enforcement, the Office of Information Technology and the Office of Financial & Administrative Services— heretofore performed by the *Vice President for Administration*; and

BE IT FURTHER RESOLVED that substantial legal practice experience, preferably some of which shall have been with a civil legal services program, shall be a required qualification for that office.

**Adopted by the Board of Directors
on June 1, 2002**



Douglas S. Eakeley, Chair
Board of Directors



Victor M. Fortuno
Vice President for Legal Affairs,
General Counsel & Corporate Secretary