

## **RESOLUTION**

### **Regarding Amendment of the Legal Services Corporation's Flexible Benefits Plan**

[Resolution #2004-007]

**WHEREAS**, the Legal Services Corporation ("LSC") established a Flexible Benefits Plan called "The Legal Services Corporation Flexible Benefits Plan" ("the Plan") effective January 1990 to provide cafeteria plan benefits for LSC employees;

**WHEREAS**, LSC has appointed Flex America to administer the Plan;

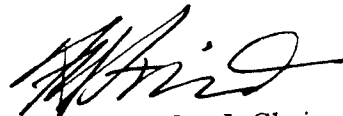
**WHEREAS**, LSC desires to amend the Health Care Reimbursement component of the Plan to provide employees with debit or credit cards to pay for medical expenses not covered by insurance (e.g. co-pay, deductibles, medical equipment and drug costs), with the debit/credit limit for each employee equaling the amount that the employee has contributed to the Health Care Reimbursement Plan.

**WHEREAS**, under section 10.1 of the Plan, the Board has the right to amend the Plan;

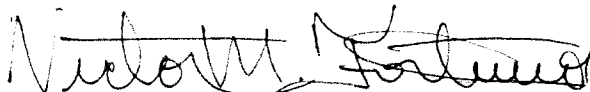
#### **NOW, THEREFORE, BE IT RESOLVED THAT:**

1. Article IV, Section 1 of the Plan, entitled "What Benefits Are Available?" is amended to include a sentence noting that LSC will provide each employee with a debit or credit card to pay for medical expenses not covered by insurance (e.g. co-pay, deductibles, medical equipment and drug costs), with the debit/credit limit for each employee equaling the amount that the employee has contributed to the Health Care Reimbursement Plan.
2. The appropriate officers and agents of LSC are hereby authorized and directed to take such action as may be necessary, appropriate or advisable to amend the Plan to implement this resolution and amendment and any such prior actions are hereby ratified.
3. The appropriate officers and agents of LSC are hereby authorized and directed to take such further action as may be necessary, appropriate or advisable to effectuate this resolution.

**Adopted by the Board of Directors  
on June 5, 2004**



**Frank Strickland**, Chair  
Board of Directors



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