



BOARD OF DIRECTORS

RESOLUTION

GOVERNANCE & PERFORMANCE COMMITTEE CHARTER AMENDMENT

WHEREAS, the Governance & Performance Committee (“Committee”) of the Board of Directors (“Board”) of the Legal Services Corporation (“LSC”) has reviewed the Committee Charter;

WHEREAS, the Committee recommends that its Charter be modified to add two new provisions: (i) Section VI(7), which would extend the Committee’s responsibilities to include oversight and review of LSC’s development of external findings that support data collection and research related to field performance, basic legal needs, innovations and service delivery; and (ii) Section VI(8), which would permit the Committee to take on such other responsibilities as delegated to the Committee by the Board.

NOW THEREFORE BE IT RESOLVED THAT, the Committee's Charter is so modified.

**Adopted by the Board of Directors
On October 6, 2016**

A handwritten signature in black ink, appearing to read "John G. Levi", written over a horizontal line.

John G. Levi
Chairman

Attest:

A handwritten signature in black ink, appearing to read "Ronald S. Flagg", written over a horizontal line.

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