

LEGAL SERVICES CORPORATION  
BOARD OF DIRECTORS

TELEPHONIC MEETING OF THE  
INSTITUTIONAL ADVANCEMENT COMMITTEE  
OPEN SESSION

Tuesday, December 2, 2014

4:32 p.m.

Legal Services Corporation  
3333 K Street, N.W.  
Washington, D.C. 20007

COMMITTEE MEMBERS PRESENT:

John G. Levi, Chairperson

Robert J. Grey Jr.

Martha L. Minow

Father Pius Pietrzyk, O.P.

Herbert S. Garten (Non-Director Member)

Frank B. Strickland (Non-Director Member)

## BOARD MEMBERS PRESENT:

Harry J.F. Korrell, III

Julie A. Reiskin

Gloria Valencia-Weber

## STAFF AND PUBLIC PRESENT IN THE CORPORATION'S OFFICES:

Wendy Rhein, Chief Development Officer

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

Atitaya Rok, Staff Attorney, Office of Legal Affairs

Carol A. Bergman, Director, Office of Government  
Relations and Public Affairs

Jeffrey E. Schanz, Inspector General

Renee Hickman, Development Associate

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## CLOSED SESSION

1. Briefing on donor report
2. Briefing on meeting with prospective funders
3. Discussion of prospective members for proposed LSC Leaders Council
4. Consider and act on adjournment of meeting

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## 1 P R O C E E D I N G S

2 (4:32 p.m.)

3 CHAIRMAN LEVI: I'm going to call the duly  
4 noticed meeting of the Legal Services Corporation's  
5 Institutional Advancement Committee to order and ask if  
6 we could have a motion to approve the agenda.

## 7 M O T I O N

8 DEAN MINOW: So moved.

9 CHAIRMAN LEVI: Martha made the motion. Who's  
10 seconding it?

11 MR. STRICKLAND: Frank Strickland seconds.

12 CHAIRMAN LEVI: Okay. All in favor?

13 (A chorus of ayes.)

14 CHAIRMAN LEVI: So now Wendy is going to bring  
15 us up to date on the 40th anniversary conference  
16 financial report. And I think the report is reasonably  
17 good news. So Wendy?

18 MS. RHEIN: Sure. Did someone else just join?

19 MR. GREY: Yes. Robert Grey.

20 MS. RHEIN: Hi, Robert. Thank you.

21 We have had the opportunity now to go through  
22 all of the expenses and reconcile the account that we

1 have for the 40th, and I'm very happy to report that we  
2 came in under budget.

3 In the end, we spent \$475,705 on the event,  
4 and that includes all of the travel for the executive  
5 directors, the banquets, the conference planners, all  
6 of the variety of expenses that we had for this event  
7 for more than 500 people. The original budget, as you  
8 may recall, was about 530,000, so we have about a  
9 \$54,000 under budget account that we're very pleased  
10 about.

11 DEAN MINOW: That's great.

12 CHAIRMAN LEVI: Yes. And Wendy, you want to  
13 talk about, for a minute, the sponsors?

14 MS. RHEIN: Sure. So in the end we had  
15 several sponsors that came in and either purchased  
16 individual tables for the event or purchased a  
17 sponsorship for the program itself. It certainly  
18 wasn't as high as we wanted. There was about \$74,000  
19 that was raised in sponsorships, table sales, and  
20 individual ticket sales.

21 One of the big areas of savings in the budget  
22 was when, as a Committee, you all decided to transition

1 from having all of the receptions fully paid for and  
2 moving to two cash bars for two of those receptions --  
3 there was a cost savings there as well -- and also in  
4 having some people purchase tickets for the events if  
5 they were only going to attend a lunch or a dinner and  
6 not the conference as a whole.

7           CHAIRMAN LEVI: Well, I just want to say, from  
8 my standpoint, conferences of this kind are not  
9 exercises in perfection. But they certainly can do a lot  
10 to lift an organization, to highlight a circumstance,  
11 and I don't know that I've been to a conference -- I  
12 have to say that, days later, the conference was still  
13 with me. I know other people said that.

14           And we're particularly grateful to you and the  
15 staff, Wendy. I know everybody worked so hard. But I  
16 will continue to say it. It was, I thought, really  
17 something. I'm sure if you let others of the Committee  
18 say whatever they want on that point, but I thought it  
19 was extremely helpful to LSC and to calling attention  
20 to the issues that exist across the country in civil  
21 justice.

22           DEAN MINOW: It's Martha, and I absolutely

1 agree with that. And I have heard more raves about  
2 this conference than many with which I've been  
3 associated -- about the quality of the events, about  
4 the speakers, about the surprising topics that people  
5 raised, about the movement from the history to the  
6 present, and emotion and reason and all of that stuff,  
7 not to mention the star power.

8           So I know there were a lot of moving parts and  
9 it was very complicated. But it was, I think, very,  
10 very successful. And to know that it didn't actually  
11 use up all the money we had budgeted is also a nice  
12 punchline.

13           MS. REISKIN: This is Julie. And I was able  
14 to go to NLADA; unfortunately, I wasn't able to do the  
15 entire time. But while I was there, I can't count how  
16 many people came up to me and just were raving about it  
17 and were still, all that time later, talking about  
18 specific things that they learned and took away from  
19 it.

20           CHAIRMAN LEVI: I also guess I should say that  
21 I was at NLADA, and a number of people came up to me  
22 upset that they hadn't been invited because they'd

1 heard how phenomenal it was. So I think that's a good  
2 thing.

3 Any other discussion about the 40th, that 40th  
4 event? Because we're still in the 40th year. Because  
5 it leads to item number 3. So I don't want to  
6 foreclose anybody else's discussion of item 2.

7 MS. REISKIN: This is Julie. Just one more  
8 thing. The feeling I had at -- I've gone now ever  
9 since I've been on the Board. The tone and the feeling  
10 about LSC from people in general was markedly  
11 different, and I think that the event and how it was  
12 handled and the way the whole 40th has been handled has  
13 a lot to do with that.

14 That's just my personal opinion. But I felt  
15 -- and I don't know, John, if you did -- but I felt a  
16 very different tone, and much more positive towards LSC  
17 in general.

18 CHAIRMAN LEVI: Yes. I have noticed that, and  
19 people have said it.

20 So this item number 3 really came out of the  
21 conference because at the conference, for those of you  
22 who were able to be at the two business leader panels,



1 the one with the CEOs and the other with the GCs, and  
2 then again down in New York City, there was a general  
3 theme of, don't leave us out.

4           We're doing a lot. We're doing a lot of pro  
5 bono. It's not a we/they. We want to be involved. We  
6 have a view that this is very important to the country,  
7 and we have things to say. We can be supportive. We  
8 can be helpful.

9           So then I have had the experience, and I know  
10 some of you have as well, and this is what makes  
11 campaigns interesting because the fundraising is the  
12 door opener to go see someone, and then you learn that  
13 the heads of major law firms don't have a clue who LSC  
14 is.

15           I've learned that now. I was stunned in New  
16 York City that three major law firm heads -- and I  
17 realized, well, maybe I shouldn't be stunned. After  
18 all, it's been 40 years. There was a lot of energy  
19 then, 20 years ago, but with low money and not much  
20 public outreach because we don't have funds for it, LSC  
21 is no longer -- they don't know who we are. They know  
22 who their local entities are, but they don't know who

1 we are and how we fit into the overall scheme.

2           So how do we get more of that information out  
3 if we don't include more people in the conversation who  
4 aren't the same people talking to themselves again and  
5 again?

6           So we came up with this idea of creating an  
7 LSC Leaders Council. We enclosed a kind of a draft of  
8 what the council would be. And it's really, in many  
9 respects, honorific; but in other respects people of  
10 significance in the business, legal, the academic, the  
11 government, communities learning about us, coming once  
12 a year to the Washington April event, I think, and  
13 being willing to actually speak up about us.

14           And it allows us to open the doors and windows  
15 a bit more widely. When you only have a Board of  
16 eleven people and a staff of a hundred, it's very  
17 difficult without some entity like this. So I thought  
18 it was worth trying.

19           And so this is a proposal -- now, Jim's not  
20 on, but Jim actually came up with the concept here.  
21 And Wendy, I don't know if you want to say more about  
22 it, but that's the proposal. And I'd be happy to have

1 people's discussion about it, input.

2           But if it's acceptable to folks, I would like  
3 to get it approved, at least in general if not in  
4 specific, so that we can begin to line up people to  
5 take the chairmanship position or co-chairmanship  
6 position of this and be available to be with us in  
7 April because I, for one, think it would be very  
8 helpful and capture some of the momentum of, well,  
9 where do we go from September? This is one of the  
10 places we go. And so that's what we're putting out  
11 there for discussion today.

12           Wendy, anything more you want to say about  
13 that?

14           MS. RHEIN: Just a couple of things. The  
15 first item is, we really would like this group to be  
16 active. We would like to be able to call on them to  
17 speak at potential regional events or to audiences  
18 that, right now, LSC may not have as ready access to,  
19 whether that's chamber of commerce groups, business  
20 councils, other things, other avenues that are not  
21 necessarily first thought of for LSC to be a primary  
22 speaker.

1           And also, on a procedural note, for this  
2 particular meeting we would like you all to discuss the  
3 concept of the leadership council, and also if you have  
4 any comments or thoughts around the process of  
5 nominating people, terms, those items. And then it  
6 will be presented to the full Board for action in  
7 January because this is a committee that the Board  
8 would need to approve as a whole.

9           CHAIRMAN LEVI: Yes.

10          MS. RHEIN: That's all I had to say.

11          CHAIRMAN LEVI: Comments? Questions? Views?

12          PROFESSOR VALENCIA-WEBER: This is Gloria. I  
13 was looking at the proposed nomination form, and I was  
14 wondering -- we're having individuals nominated by  
15 somebody. And I was wondering if we wanted to ask the  
16 nominator to perhaps give us some idea of other people  
17 who know the person being nominated. We would call  
18 them references or I don't know what I think --  
19 recommender, or people who may know about this person  
20 being nominated.

21          MS. RHEIN: That's a great idea, Gloria.

22          PROFESSOR VALENCIA-WEBER: So if whoever does

1 the nomination could provide name, basic contact  
2 information about this stellar individual's history and  
3 background, that would be helpful to the screening that  
4 does result.

5           CHAIRMAN LEVI: Well, I guess we could say  
6 that with some of these folks, so many of them are  
7 known to us already, I guess the issue would be with  
8 respect to those that aren't.

9           MR. GARTEN: Herb Garten speaking. I think an  
10 initial appeal to those people that were present in  
11 Washington and in New York and participated in the  
12 conferences, the counsel to these corporations that  
13 were involved and the speakers from the various law  
14 schools, I would think that the initial approach to  
15 these people could refer to their participation in the  
16 40th anniversary, and advise them that as a result of  
17 much discussion and request, we would like them to be  
18 involved further in LSC activities, and ask them to be  
19 willing to come on as a member of this group.

20           And I think we'd get a good percentage of  
21 those people, if it's handled well and the personal  
22 contacts are made, to get them to join us. And they

1 are all people who are very interested in legal  
2 services.

3 CHAIRMAN LEVI: I don't know that what Gloria  
4 is talking about, and I agree with her, is that you  
5 want to have some paragraph description of who each  
6 person is. We're doing this seriously. We hope they  
7 take it seriously. And because of our role on behalf  
8 of Congress and our own oaths, we want to make sure  
9 that we take seriously any position that we offer to  
10 somebody.

11 So I think that's the spirit in which you're  
12 suggesting it, Gloria.

13 PROFESSOR VALENCIA-WEBER: Yes.

14 MS. RHEIN: John, this is Wendy. Just so you  
15 all know, for our thought, the process would be that we  
16 would create a template form that would address these  
17 particular questions and provide you all with basically  
18 a vetting document, a little background piece on each  
19 particular nominee.

20 Whenever throughout the course of the next few  
21 years you wanted to add people or names are suggested,  
22 you'd have a document providing the same information

1 for each individual so that you would have something to  
2 refer to.

3           CHAIRMAN LEVI: The other thing I wanted to  
4 say, so I think that's a good point that we want to  
5 have a staggered one, two, and three years here. The  
6 thinking here is, okay, three years, at least it'll  
7 exist after we leave, but that if we have, say, a  
8 hundred, that in any one year you wouldn't have a  
9 wholesale turnover and that we could have staggered  
10 three-year terms, basically, rolling forward.

11           And people can be renewed. This is honorific,  
12 largely. I don't think there should be term limits. I  
13 can't remember whether this draft has them or not. I'm  
14 not a fan of term limits for something like this.

15           But the thinking here is that we would be  
16 trying to have a diverse, geographically wide,  
17 representatives of the various constituents -- not  
18 constituents; that's not the right word -- but of those  
19 who are significantly interested in these issues. For  
20 example, the Plaintiffs' Bar was not well represented  
21 at the 40th, but it probably does need to have some  
22 folks in this group.

1           In any event, that's what we're thinking about  
2 here, is staggering the terms. The structure we can  
3 tweak here and there, but I thought it was a reasonable  
4 start on the idea.

5           Any other comments? Questions? Observations?

6           MS. REISKIN: This is Julie. I think it looks  
7 fantastic, and it'll be a really good way to help.  
8 Hopefully we can get a lot of people, like in the  
9 communications industry or any industry that has access  
10 to large numbers of citizens. And I just think it's  
11 awesome. I love it.

12           MR. GREY: John, this is Robert. I echo the  
13 comments of my colleagues. I would also recommend that  
14 where we've got the stated purpose, authority,  
15 structure, composition, selection process, that we  
16 start this with a preamble or some background that  
17 gives it context and what I would consider some organic  
18 growth.

19           We just didn't pluck this out of thin air.  
20 This was the result of a lot of relationship-building  
21 and networking that we did in support of the 40th that  
22 caused us to believe that there was significant



1 interest in the community, and this was a way of  
2 allowing people to express their support.

3 CHAIRMAN LEVI: I think that's a great  
4 thought.

5 Wendy, do you need any kind of action here  
6 today?

7 MS. RHEIN: We do not need any action. We'll  
8 make the tweaks to this document, and it'll be  
9 available for the full Board for the January meeting  
10 for them to approve.

11 CHAIRMAN LEVI: But the issue is that if we're  
12 -- this is the timing issue. Then we can start to talk  
13 informally to a couple of possible co-chairs of it, or  
14 do we have to wait till January? Because the question  
15 is, these are very busy people, and will we get them  
16 there in April?

17 MS. RHEIN: Yes. I agree that it's definitely  
18 a timing issue. However, Atitaya is telling me that we  
19 have to wait to invite people formally until the  
20 January meeting.

21 CHAIRMAN LEVI: I understand what Atitaya's  
22 saying. asked a different question.

1 MS. ROK: Well, the issue is, this needs to be  
2 approved by the Board before anyone can be invited to  
3 become a member.

4 CHAIRMAN LEVI: But they can be informally  
5 felt out as to whether -- that if the sense of this  
6 Committee is that it's going to recommend it to the  
7 Board, as it gets finalized --

8 MS. REISKIN: Can't we have a Board telephone  
9 meeting just to do this before January?

10 CHAIRMAN LEVI: Maybe.

11 MS. REISKIN: Like a 15-minute meeting?

12 CHAIRMAN LEVI: The problem is noticing, and  
13 it still will be in January. I don't want to be  
14 embarrassed. But at the same time, I think you could  
15 informally talk with someone and say, look. We're  
16 thinking of doing this. If we are able to get this  
17 through, would you be available to be on it or help us  
18 with --

19 MS. ROK: John, this is Atitaya. Another  
20 option we have is to do a notational vote, send it up  
21 to the Board for a notational vote, before the January  
22 meeting.

1           CHAIRMAN LEVI: I understand. I don't know if  
2 that's a good idea.

3           MR. GREY: Yes. John, I was --

4           CHAIRMAN LEVI: I don't like that.

5           MR. GREY: Hey, John?

6           CHAIRMAN LEVI: Yes. I don't want a  
7 notational. Yes?

8           MR. GREY: Let me offer this. I think if we  
9 do this right, it will be of sufficient stature that I  
10 don't know that you need to jump that far ahead of  
11 everything. I like the idea that you have always  
12 brought the Board along, even with the idea of choosing  
13 and inviting leadership to participate, and it just  
14 feels to me like we've got the cart in front of the  
15 horse a little bit.

16           I think January is soon enough, even with the  
17 leadership side of it, because I can't tell you that I  
18 am excited about two co-chairs in this situation. I  
19 like a chair, something like that. But I'd like to  
20 talk about it a little bit and just understand why  
21 we're thinking the way we are.

22           CHAIRMAN LEVI: Any other comments or

1 suggestions?

2 MR. GARTEN: This is Herb again. My point  
3 was, I'd like to build on the relationships, some of  
4 them very remarkable, with people that I've known  
5 around the world who in one case expressed to me  
6 personally the interest in what we were doing. And  
7 that was the general counsel of Exelon, of the company  
8 that's coming here to Baltimore -- it's here already --  
9 who purchased Baltimore Gas & Electric and also Pepco,  
10 the Washington, D.C. utility.

11 So if you have people like that, or David  
12 Rubenstein of Carlyle Group, who participated, if they  
13 got a call from Martha, who was the moderator of one of  
14 the panels that Rubenstein was on, for example, about  
15 continuing their interest and finding out whether  
16 they'd even be interested in taking a leadership role  
17 as chair of this new entity that's being sponsored by  
18 Legal Services, they know who we are now. They  
19 participated in it. They certainly expected a followup  
20 on this. And to me, that would be the initial way of  
21 moving forward.

22 CHAIRMAN LEVI: Right. Well, that's what we

1 envision. I'm just trying to get moving ahead here and  
2 not let six weeks more for busy people stand in the way  
3 of their scheduling and say, "Oh, my goodness. I  
4 didn't know there was going to be something in April.  
5 I wish you'd told me six weeks ago." That's all.

6 MR. KORRELL: John, this is Harry. I'm not on  
7 this Committee, but I think my interest was piqued when  
8 I saw the agenda and the notation that we would be  
9 talking about something called an LSC Leadership  
10 Council. I think, and I'm sure everyone's aware, but I  
11 think we need to proceed pretty cautiously.

12 I'm not saying we shouldn't do it. But we  
13 need to proceed cautiously in being public about  
14 identifying a group of non-appointed, non-confirmed  
15 folks who are going to be identified as LSC leaders.  
16 It piqued my interest enough, I suspect that if other  
17 Board members take a look at the agenda and see this  
18 topic, they're going to want to be interested, too.

19 It's not a big concern, but I just think we  
20 need to step pretty carefully, particularly with  
21 respect to our relationship with Congress, in  
22 identifying a group of people that neither the

1 President nor the Congress has any vetting role in that  
2 we're going to hold out as being in some sort of  
3 official LSC leadership capacity.

4 CHAIRMAN LEVI: Well, I think that's a good  
5 point, Harry. And I think if you look at the structure  
6 of the document and its role, it's largely honorific.

7 MR. KORRELL: Yes. And I don't disagree that  
8 it's ultimately a good thing and it's ultimately  
9 appropriate. I just think it's the kind of thing that  
10 people are going to want to be reassured about.

11 CHAIRMAN LEVI: Sure. Any other comments or  
12 suggestions on that?

13 (No response.)

14 CHAIRMAN LEVI: Okay. Is there an update on  
15 development activities?

16 MS. RHEIN: Just very quickly, I wanted to  
17 just let you all know what we're up to for the year  
18 end. We're pursuing sponsorships for the TIG  
19 conference and exhibitors for the TIG conference.

20 I've been in discussions with Jim and with  
21 John about doing LSC's first year-end appeal to  
22 individuals, those that attended the conference that

1 we've invited, not our grantees but others, those that  
2 have joined the LSC 40. There's an email listserv that  
3 people can join when they requested more information.

4           So it won't be a large appeal letter, but it  
5 will be something that we're going to pursue in the  
6 next couple of weeks. If you think of anyone that you  
7 would like us to send a letter to or you would like to  
8 sign a letter to someone asking them to make a  
9 contribution or to consider LSC in their year-end  
10 giving, please let me know.

11           And we're working on closing out the pledge  
12 contributions for this year, making sure that everyone  
13 has appropriate invoices and that we're tracking to  
14 have all the funds collected by the beginning of  
15 January for 2014. And that was it.

16           CHAIRMAN LEVI: I have to say, as a person who  
17 spends a fair amount of time doing development work for  
18 other organizations, I thought the audit letter that  
19 went out was not exactly warm and fuzzy. And I wonder  
20 if in the future we can't have a conversation with our  
21 auditors, if they're going to send out, in a sense, a  
22 pledge confirmation letter at year-end, that it could

1 be just a little more thankful. Gracious.

2 MS. RHEIN: So that everyone else is aware, we  
3 are working very closely with the LSC auditors this  
4 year because this is the first time we've done  
5 development work. I've spent a lot of time with them  
6 clarifying what we're raising the money for, what the  
7 process is, how we're acknowledging contributions, a  
8 whole host of things.

9 And one of the things that they asked for was  
10 for us to send a letter to mostly the institutional  
11 pledge organizations, so the law firms and a few  
12 individuals that had made multi-year pledges.  
13 Basically they're asking that individual or entity to  
14 verify their pledge to LSC.

15 We provided them with all of our documentation  
16 of the pledges, but they wanted the individual entities  
17 to confirm as well. So that's the letter that John is  
18 referring to.

19 CHAIRMAN LEVI: I'm sure some of you got them.

20 Anyway, okay. Is the money coming in as it's  
21 scheduled to come in?

22



1           MS. RHEIN: Absolutely. The money is coming  
2 in as it's scheduled to come in. We at this point only  
3 have about \$64,000 in receivables for 2014. So we're  
4 doing fine.

5           MR. GREY: Pretty good.

6           CHAIRMAN LEVI: Any other comments or  
7 questions for Wendy on that?

8           MR. GREY: Job well done.

9           CHAIRMAN LEVI: Yes.

10          MS. RHEIN: Thank you, Robert.

11          CHAIRMAN LEVI: Public comment?

12          (No response.)

13          CHAIRMAN LEVI: Consider and act on other  
14 business?

15          (No response.)

16          CHAIRMAN LEVI: Okay.

17          (Whereupon, at 5:01 p.m., the Committee was  
18 adjourned to executive session.)

19                           \* \* \* \* \*

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22