TRANSCRIPT OF PROCEEDINGS

COPY

LEGAL SERVICES CORPORATION

BOARD OF DIRECTORS

January 9, 1987

2:50 p.m.

Capitol Holiday Inn
Columbia Room
550 C Street, S.W.
Washington, D.C.

A P P E A R A N C E S

W. Clark Durant, III, Chairman
Robert A. Valois, Vice Chairman
Thomas F. Smegal, Member
Hortencia Benavidez, Member
LeaAnne Bernstein, Member
Lorain Miller, Member
Pepe J. Mendez, Member
Claude G. Swafford, Member
Basile J. Uddo, Member
Paul L. Eaglin, Member
Michael B. Wallace, Member

I N D E X

Valois Motion	Page
Vote	3
Approved	3

Valois Motion	Page
Vote	5
Approved	5

Bernstein Motion	Page
Vote	6
Approved	6

Board Agenda	Page
Vote	7
Approved	7

Motion on Minutes	Page
Vote	7
Approved	7

Swafford Motion	Page
Vote	8
Approved	8

Wallace Motion	Page
Vote	8
Approved	8

Wallace Motion	Page
Vote	10
Approved	10

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

2 CHAIRMAN DURANT: This is

3 the...we're going to call into session the Board

4 meeting of the Legal Services Corporation scheduled

5 for this date.

6 Is Mr. Bayly here? Oh, he went out. Well, Mr.

7 Baker, do we need a motion to close part of the Board

8 meeting?

9 MR. VALOIS: I would make a motion

10 that we proceed to Item 4 on the agenda before Items

11 1, 2 and 3.

12 CHAIRMAN DURANT: Is there a

13 second?

14 MRS. BENAVIDEZ: I second that.

15 CHAIRMAN DURANT: Any discussion?

16 All those in favor of proceeding with Item

17 Number 4, signify by saying Aye.

18 (Chorus of Ayes.)

19 CHAIRMAN DURANT: Opposed?

20 Ayes have it.

21 MR. MENDEZ: Will somebody make the

22 appropriate motion?

23 MRS. BENAVIDEZ: We just did.

24 CHAIRMAN DURANT: No, to close the

25 session.

MRS. BERNSTEIN: Well, I would just move...

CHAIRMAN DURANT: Wait a second. Bob, I'll follow your suggestion. Why don't we do the other first.

MR. VALOIS: All right. Having just moved to put Item 4...

MR. MENDEZ: But, let's finish this thing off. Do the formal motion to close it.

MR. VALOIS: All right.

CHAIRMAN DURANT: All right.

MR. MENDEZ: Or do we have to do that?

MR. BAKER: Yes, you need a vote to close and Mr. Bayly needs to certify it and also I might suggest that we delete number...Item Number 5, because I don't believe that's going to be discussed or any matters will be discussed under that in the Executive Session.

MR. VALOIS: I make a further motion to delete Item 5 from the agenda, which appears to be unnecessary and to take a vote on the closed nature of Item 4 and then revert to the original order of the agenda.

CHAIRMAN DURANT: Is there a second

to that motion?

MRS. BENAVIDEZ: I second that.

CHAIRMAN DURANT: Any discussion? All those in favor signify by saying Aye.

(Chorus of Ayes.)

CHAIRMAN DURANT: Opposed? Motion carries.

MRS. BERNSTEIN: You need a role call vote on the closing of the meeting. And this would be closing the meeting for the reason listed in the Public Board Book, but deleting the section that would deal with litigation and investigatory matters, which is, what, G and H? I forget. Whichever ones deal with...

MR. MENDEZ: Let's just close it for everything and we just won't discuss the other ones.

MRS. BERNSTEIN: All right, that's fine.

CHAIRMAN DURANT: Is there a motion to do that then?

MRS. BERNSTEIN: Yes.

CHAIRMAN DURANT: And is there a second?

MRS. BENAVIDEZ: Yes.

CHAIRMAN DURANT: And now role call. Paul?

MR. EAGLIN: Yes.

CHAIRMAN DURANT: Basile?

MR. UDDO: Yes.

MRS. BENAVIDEZ: Yes.

MR. WALLACE: Yes.

MR. SMEGAL: Yes.

MR. MENDEZ: Yes.

MR. VALOIS: Yes.

MRS. BERNSTEIN: Yes.

MRS. MILLER: Yes.

MRS. SWAFFORD: Yes.

CHAIRMAN DURANT Yes. Okay, motion carries.

MR. VALOIS: I move that we approve the agenda, amended.

MRS. BENAVIDEZ: I second that.

CHAIRMAN DURANT: Any discussion?

MR. BAYLY: Mr. Chairman, if I may, I'd like to certify that the closing for the aforestated reasons is proper and is in compliance with all statutory provisions. I will later reduce the certification to writing.

CHAIRMAN DURANT: Thank you.

1 Mr. Valois, your motion?

2 MR. VALOIS: The motion to approve

3 the agenda has been seconded by Mrs. Benavidez.

4 CHAIRMAN DURANT: Okay. As amended.

5 And the minutes?

6 MRS. BERNSTEIN: Well, we need to

7 vote on that.

8 MR. WALLACE: We're going to do

9 that afterwards. That's why we...

10 CHAIRMAN DURANT: And the next item

11 on the agenda is the election of the Chairman and the

12 Vice Chairman?

13 MR. VALOIS: I call the question on

14 approval of the agenda.

15 CHAIRMAN DURANT: All those in

16 favor?

17 (Chorus of Ayes.)

18 CHAIRMAN DURANT: Opposed?

19 MR. VALOIS: I move to approve the

20 minutes of November of November 1st, 1986.

21 MRS. BENAVIDEZ: I second.

22 CHAIRMAN DURANT: All those in

23 favor signify by saying Aye.

24 (Chorus of Ayes.)

25 CHAIRMAN DURANT: Opposed?

MR. EAGLIN: I have to abstain, Mr. Chairman, I wasn't there.

CHAIRMAN DURANT: Okay. Let the record reflect, Mr. Eaglin is abstaining.

Next item is the election of Chairman and Vice Chairman.

MRS. SWAFFORD: Mr. Chairman?

CHAIRMAN DURANT: Mrs. Swafford?

MRS. SWAFFORD: I move the election of the Chairman to be Mr. Clark Durant, III.

CHAIRMAN DURANT: Is there a second to that?

MR. MENDEZ: Second.

CHAIRMAN DURANT: Any other nominations?

MR. WALLACE: Move nominations be closed and that Durant elected by acclamation.

CHAIRMAN DURANT: All those in favor?

(Chorus of Ayes.)

CHAIRMAN DURANT: Opposed.

The next item is the Vice Chairman.

Mr. Eaglin?

MR. EAGLIN: That was in opposition.

CHAIRMAN DURANT: Okay. The next item is the...

MR. SMEGAL: Mr. Chairman, I abstain from the voting.

CHAIRMAN DURANT: Thank you, Mr. Smegal.

The next item is the election of a Vice Chairman. Is there any nomination?

MRS. MILLER: Robert Valois.

MRS. BERNSTEIN: I would second that.

CHAIRMAN DURANT: Any other nominations?

MR. SMEGAL: I have a question for Counsel. In view of the fact that Mr. Valois' term is expired as of July 13, 1986, is there any...

MR. BAYLY: Can't hear you.

MR. SMEGAL: In view of the fact that Mr. Valois' term expired as of July 13, 1986, is there any disability with him serving as Vice Chair at this point...

MR. BAYLY: I can't think of any, but I must tell you that I haven't thought about it at any great length. However, Tim Baker seems to have a thought here.

MR. BAKER: I don't know. I had to do some research on that a while ago and recess...well, holdover board members have the same powers as other board members. There is no liability...

MRS. BERNSTEIN: Thank you for clarifying it.

CHAIRMAN DURANT: Any other nominations?

MR. WALLACE: Move to close the nominations and elect Mr. Valois by acclamation.

MR. MENDEZ: Second.

CHAIRMAN DURANT: All those in favor signify by saying Aye.

(Chorus of Ayes.)

CHAIRMAN DURANT: Mr. Valois, nice to have you again, sir.

The next item is to recess to go into closed session for Item Number 4 on the agenda and we will convene in the Mars Room in 38 seconds.

(WHEREUPON, the proceedings were recessed at 3:10 p.m.)

C E R T I F I C A T E

STATE OF VIRGINIA:

AT LARGE:

I, Sandra A. Moser, Notary Public for the State of Virginia At Large, do hereby certify that the foregoing was reported by stenographic and mechanical means, which matter was held on the date and at the time and place set out on the title page hereof, and that the foregoing constitutes a true and accurate transcript of same.

I further certify that I am not related to any of the parties, nor am I an employee of or related to any of the attorneys representing the parties, and I have no financial interest in the outcome of this matter.

GIVEN under my hand and seal this 13th day of January, 1986.

My Commission Expires:

December 3, 1989

Sandra A. Moser
Notary Public