

BOARD OF DIRECTORS

## RESOLUTION

### **On Amendments to the 403(b) Thrift Plan Regarding Partial Distributions, the Spouse Definition, In-Service Withdrawals, and the Use of Equivalency Method**

**WHEREAS**, Legal Services Corporation (LSC) is the sponsor of the 403(b) Thrift Plan for Employees of the Legal Services Corporation ("Thrift Plan" or "Plan") and American United Life (AUL) provides LSC with a 403(b) prototype plan annuity contract funding vehicle and recordkeeping services; and

**WHEREAS**, Article 1.04 of the Thrift Plan provides that LSC has the right to add addenda to the Plan at any time, and Article 9.02 of the Thrift Plan provides that LSC has the right to amend the Plan at any time; and

**WHEREAS**, the Thrift Plan does not permit former employees to take partial distributions from their accounts, which limits the options for former employees who retain accounts in the Thrift Plan; and

**WHEREAS**, the Thrift Plan's definition of a spouse has a one-year marriage requirement in some instances, which excludes some spouses; and

**WHEREAS**, the Thrift Plan does not permit current age-eligible employees to take more than one in-service withdrawal per year; and

**WHEREAS**, the Thrift Plan allows LSC to use various methods to credit employees with hours of service, which will afford LSC greater flexibility in crediting the hours of service of temporary employees who staff the grantee visits and reviews conducted by LSC's regular employees; and

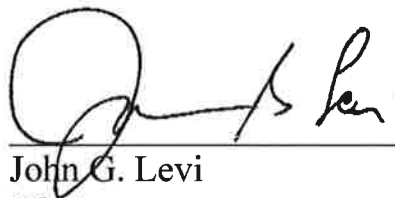
**WHEREAS**, LSC Management recommends amending the plan to address these four issues.

**NOW, THEREFORE, BE IT RESOLVED THAT** the Board of Directors authorizes and directs the appropriate officers, employees, and agents of LSC to amend the Thrift Plan, to the extent permissible by law, in order to:

1. permit distributions to former employees through partial withdrawals,
2. define "spouse" without applying a one year of marriage requirement,
3. permit eligible employees to make up to four in-service withdrawals per calendar year, and
4. allow the use of the equivalency method for crediting the hours of service of temporary employees who staff grantee visits and reviews.

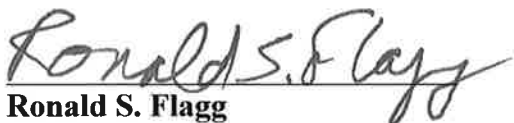
**Adopted by the Board of Directors**

On January 24, 2015

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

John G. Levi  
*Chairman*

**Attest:**

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

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