

I. INTRODUCTION

Welcome to the Board of Directors ("Board") of Legal Services NYC (LSNYC). We are grateful for your decision to serve LSNYC, and provide this Handbook as an introduction to our program and as a guide to your duties and responsibilities. The purpose of this Handbook is to:

- help you to understand the Board's leadership role and purpose;
- identify the structures, functions and systems that allow us to fulfill our responsibilities;
- clarify the communication and information flow among Board members.

This Handbook does not replace or amend the LSNYC By-laws, which are attached and are binding. Instead, the Handbook reflects LSNYC's expectations of you as one of its directors.

Again, we thank you for joining the Board and look forward to your input in furthering the mission of LSNYC.

II. BACKGROUND ON LSNYC'S WORK, HISTORY AND STRUCTURE

LSNYC is the largest provider of civil legal services to the poor in the nation. LSNYC provides services through a network of constituent corporations and units with 17 offices located in low-income communities and transportation hubs in New York City's five boroughs. The LSNYC constituent corporations and units include Bedford-Stuyvesant Community Legal Services, South Brooklyn Legal Services, LSNYC-Bronx, LSNYC Brooklyn Branch, Manhattan Legal Services, Staten Island Legal Services, and Queens Legal Services. Our offices and outreach centers are a backbone of the legal services delivery system in New York City. ***LSNYC's mission is to provide expert legal assistance that improves the lives and communities of low-income New Yorkers.***

A. LSNYC'S WORK:

The LSNYC programs and offices provide high quality legal assistance in our core practice areas -- family, housing, government benefits -- and also respond to legal needs which may be particular to a group of people, a neighborhood, or a period of time. We have special projects for the elderly, the physically and mentally disabled, victims of domestic violence, immigrants, students, veterans, and people with HIV. We represent our clients in courts and administrative tribunals; provide advice or referrals when we can't provide representation; assist clients with community-based economic development; provide legal education through community workshops, hotlines and written materials; and provide professional training in poverty law for attorneys, advocates and others.

Our funding sources are the federal Legal Services Corporation, the IOLA Fund of the State of New York, other federal, state and city contracts, foundation grants and private donations from law firms, corporations, and individuals. *Our broad range of services includes:*

- ***Housing*** – the largest part of our caseload – We assist clients in preserving their homes and averting homelessness by defending them in eviction and mortgage foreclosure proceedings and by pursuing rent overcharge claims and actions to improve housing conditions so they can stay in their homes and communities. Our work helps our clients and saves public money -- every dollar spent on our homelessness prevention work saves the public \$4 in shelter costs and emergency welfare grants.
- ***Income Maintenance/Government Benefits*** – We help people obtain and retain government benefits so they can maintain enough income to keep food on the table and a roof over their

heads by assisting clients whose government benefits are being wrongfully denied, inaccurately calculated or improperly terminated. We represent families and individuals for whom Unemployment Insurance, Food Stamps, Medicaid/Medicare and other public assistance and Safety Net programs are a critical lifeline.

- **Disability** – Through our Disability Advocacy Project, we represent hundreds of disabled people each year in federal SSI and Social Security Disability claims in administrative proceedings and in Federal Court. This hugely successful project saves New York millions of dollars it would otherwise spend in public assistance benefits each year. We also help our disabled clients advocate for fair access to public accommodations and defend them against discrimination.
- **Family Law** – Our family law practice covers a broad spectrum of cases, all ultimately focused on family preservation and dignity for our clients and their children. We help victims of domestic violence obtain orders of protection and other relief. We prepare guardianships or adoptions for dependent children. Our matrimonial work includes divorces, separation agreements,

Each year, LS-NYC's comprehensive citywide program:

- *serves over 25,000 low-income clients throughout New York City and produces tangible benefits for over 70,000 people.*
- *keeps thousands of families in their homes and saves New York taxpayers millions of dollars by averting homelessness.*
- *wins hundreds of federal SSI and Social Security Disability cases, saving more than \$4 million in state and local funds.*
- *represents scores of community groups and handles impact cases and projects to improve the lives of our clients.*
- *informs thousands of low-income individuals of their legal rights, through hotlines and helplines, community legal education classes and pro se clinics, and by developing and distributing information in hard copy and on-line through www.lawhelp.org.*
- *provides a state-accredited comprehensive continuing legal education in poverty law to over 2,500 attorneys and advocates throughout New York State.*

annulments, child custody and child support claims. We represent parents in abuse and neglect cases and at termination of parental rights proceedings. By helping stabilize families in distress, we not only help those families, we also avert the public cost of expensive foster care.

- **HIV Advocacy** – Our HIV projects help persons with HIV and AIDS navigate the complex maze of legal issues they face related to their illness. We prepare wills, health care proxies and advance directives for parents who are terminally ill, defend clients against eviction, fight discrimination, and help

clients gain access to the government benefits, medical care and social services programs they are eligible for as a result of their HIV status.

- **Veterans Justice Project** – On Veterans Day 2011, LSNYC launched a major new initiative: The Veterans Justice Project (VJP). Our citywide project provides the full range of civil legal services to low-income veterans, service members and their families. We have already provided services to more than 415 veterans. The cases have called upon our capacity in virtually all of the substantive areas in which we practice: Housing (38.5%); Family (17%); Income Maintenance (16%); Employment (11%); Consumer and Other (17.5%). A hallmark of the VJP is our collaboration with more than 30 veterans-serving organizations across the City. In just six months, we have become the largest and most comprehensive project in the nation.
- **Immigration** – We represent immigrant domestic violence survivors in filing petitions under the Violence Against Women's Act (VAWA) and assist crime victims in applying for U visas. These remedies allow people to secure authorizations to work and put them on a path to permanent residency. We also represent low-income immigrants who need help with naturalization applications, work authorization, adjustments of status, replacement of permanent residence cards, alien relative petitions, visa processing and removal proceedings.
- **Community Economic Development** – We represent community-based client groups that are involved in efforts to improve the quality of life in their communities. We act as counsel, helping

non-profit community organizations to incorporate, helping community development corporations to navigate the complex maze of tax laws, government subsidies, real estate laws and the like, and helping client groups assert their rights to habitable homes, decent schools, adequate health care and safe communities.

- Community Legal Education – We hold community legal education classes at community-based organizations, in classrooms at local public schools, at community centers, at senior citizen centers, in hospitals, and in our offices. LSNYC is a lead partner in Lawhelp, a collaboration of legal services and pro bono organizations that makes referrals and legal information available over the web at www.lawhelp/NY.org. Our manuals, brochures and other community education materials are widely distributed and widely used.
- Outreach -- To reach more people and provide broader benefits to the community, our offices have established helplines in housing, public assistance, Social Security/SSI, unemployment insurance, consumer law, family law and immigration law, as well as a Chinese-language helpline, and the New York Pension Hotline, which offers statewide pension (and other employee benefits) counseling and referral to attorneys, actuaries and others. Our outreach offices and off-site intake programs at community organizations, senior citizens centers and the like further extend our reach.
- Training and Support - Our offices are at the center of professional development and legal advocacy in and for low-income communities. Our pre-eminent N.Y. State accredited Continuing Legal Education program organizes and sponsors dozens of CLE events each year for attorneys in non-profit organizations as well as for the private bar. Our task forces in substantive areas of law help advocates exchange information and strategies and stay abreast of developments in the law. We also provide training and consultation in poverty law for hundreds of advocates from social services organizations and other non-profit groups who, in turn, use their training to benefit the communities that we serve, further leveraging our resources.
- Partnerships with the Private Bar – Through our partnerships with the private bar, we are able to make substantial additional resources available to address the civil legal needs of poor people. Our pro bono program provides a range of services to augment our core funded services and a range of options for volunteers. We have on-site placement programs for attorneys, including “associate in residence” programs that place private attorneys in our offices for four-month rotations and private bar-financed fellowships that place attorneys in our offices for two years at a time. We have summer associate programs with major private firms and volunteer law student programs with metropolitan area law schools. We have developed legal clinics in partnership with private law firms in the areas of domestic violence, matrimonial law, wills and other estate issues. We act as co-counsel with private firms in large or complex cases and major advocacy projects. And we refer scores of individual cases to the private bar to be handled on a pro bono basis, sometimes under our supervision, and sometimes under the supervision of the firm. Private attorneys also contribute their time and effort as board members, comprising 60% of the LSNYC Board and a majority of each of our constituent corporations’ boards of directors. In addition, private firms make significant financial contributions to our offices and in-kind contributions to our work, through donated support services, equipment and furniture.

B. LSNYC’s HISTORY:

LSNYC’s roots are in the federal anti-poverty programs of the mid-1960’s when, with the help of federal funds, small neighborhood-based legal services offices were formed in many of New York City’s low-income communities. In the late 1960’s, Community Action for Legal Services (CALS) – later to become LSNYC – was created by a number of these programs to coordinate advocacy efforts and training and to administer federal funding to NYC. When the Legal Service Corporation (LSC) was created in 1974, CALS became the NYC grantee and distributed LSC funds to the “Operating Legal Services Corporations,” through a system of subgrants. CALS also maintained Legal Services for the Elderly, a

Brooklyn Branch, and the Legal Support Unit, as branch offices and not as separate corporations. The early years of the federally-funded legal services programs were marked by close ties to the community and aggressive law-reform litigation, including the landmark case, *Goldberg v. Kelly*, in which the Supreme Court articulated the due process standards for termination of government benefits.

Until the early 1980's, CALS, like most federally-funded legal services providers throughout the country, was funded almost exclusively through LSC funds. However, when President Reagan threatened to eliminate LSC and all federal funding for legal services, and ultimately reduced funding by 25%, New York State responded by developing the Interest on Lawyers Accounts Fund (IOLA) and CALS responded by diversifying its funding sources and obtaining IOLA funding and other federal, state and city contracts, as well as foundation grants and private donations. LSC funding now constitutes only about one third of LSNYC's overall budget. In addition, in the 1980's, CALS began to rely on and develop closer ties with the private bar, which was developing a more pro-bono-oriented culture. CALS changed its name to Legal Services for New York (LSNY) in 1989, and then to Legal Services NYC (LSNYC) in 2005.

In the 1990's, LSNYC further expanded its funding sources and began or expanded specialized legal assistance under government contracts for services that included eviction-prevention, assistance to victims of domestic violence and persons affected by HIV and AIDS, disability benefit work, and parent representation in child protective proceedings. Private funding was obtained to support innovative and nationally recognized programs in community economic development, foreclosure prevention, predatory lending, and legal issues affecting low-wage workers. When New York State imposed a mandatory continuing legal education requirement on attorneys, LSNYC's Legal Support Unit became a state-accredited provider of CLE and now provides CLE training to over 2,500 individuals each year. During this period, LSNYC also began to strengthen its collaborative work with other organizations and was, for example, a leader in state-wide efforts to plan for and coordinate delivery of legal services as well as a founding and lead member of the New York LawHelp collaboration to provide on-line community legal education and referral information – now being replicated in many states. (The LawHelp website, www.lawhelp.org/ny, is a useful reference for information about LSNYC and other legal assistance providers in New York.) LSNYC weathered the storms of 1996, when Congress reduced LSC funding and imposed a host of new restrictions on LSC-funded organizations, although LSNYC lost funding and some of its more experienced staff as a result of the restrictions. LSNYC staff, LSNYC and its constituent corporations have actively spoken out against the LSC restrictions and are plaintiffs in litigation challenging the restrictions brought by the Brennan Center on Justice at NYU Law School.

After terrorists destroyed the World Trade Center (several blocks from LSNYC's headquarters on lower Broadway in Manhattan) on September 11, 2001, LSNYC began the September 11 Project. LSNYC's attorneys and paralegals, working in collaboration with private attorneys and other legal assistance organizations, have been providing civil legal assistance to low-income people with legal needs arising from the attack – securing unemployment and other government and private benefits, preventing evictions, and helping with complex family and disability issues. Increasing poverty, a huge influx of immigrants and other economic and demographic changes in post-9-11 New York City present us with new challenges.

C. LSNYC's STRUCTURE:

In January of 2003, LSNYC implemented a new governance structure as a result of a six-month planning process undertaken by the LSNYC Board of Directors. The planning process engaged LSNYC's stakeholders -- Board members, staff of LSNYC, and staff and Board members of its component programs, as well as representatives of community groups, bar associations, academia, the courts, funding organizations, other legal services providers and social service organizations -- in a structured discussion about how best to use LSNYC's resources to address the civil legal services needs of low-income people in New York City. The plan has led to major structural and operational improvements in LSNYC. It unifies the program, builds on strengths, and allows for flexibility to address existing and emerging needs for legal assistance. It balances a strong central operation that provides coordination, support and oversight with local delivery of services to the City's richly diverse communities.

Under LSNYC's new governance structure, services are provided by a system of constituent corporations and branch offices. The constituent corporations (CC's) are linked to LSNYC through a membership corporation structure under New York's Not-for-Profit Law. LSNYC, through its Board of Directors, is the sole member of the CC's and has powers that include the power to appoint and remove members of CC Boards of Directors, to approve appointment of or remove a Project Director, and to oversee finances and quality of services. The CC's remain responsible for the delivery of services in their communities.

III. THE LSNYC BOARD'S LEADERSHIP ROLE AND RESPONSIBILITIES

A. Ensure LSNYC's Mission is Carried Out

The Board defines the organization's mission, ensures that LSNYC delivers services in accordance with its mission, and should review that mission periodically, revising it as appropriate.

B. Select, Support, and Evaluate the Executive Director

The Board chooses the Executive Director; determines the Executive Director's responsibilities and priorities; ensures that the Executive Director has the support needed to lead LSNYC; and periodically evaluates the Executive Director's performance.

C. Ensure Effective Organizational Planning

Working with the Executive Director, central LSNYC staff and the programs that deliver services to our clients, the Board makes sure that a comprehensive organizational plan is adopted and implemented.

D. Ensure a Healthy Funding Stream

It is the Board's responsibility to do everything possible to ensure a healthy funding stream. This includes ensuring adequate fund-raising staff; assisting LSNYC's city and state lobbyists; participating in fund-raising activities; and making personal contributions where possible.

E. Manage Financial Resources Effectively

Accountability to LSNYC's donors, its clients and the public means the Board must sustain LSNYC's financial health by ensuring that professional financial planning is performed; reviewing and approving the organization's financial reports; protecting its assets, ensuring that current income is managed effectively; developing the annual budget in partnership with the Executive Director, the finance/budget staff, and through Board committees as appropriate; ensuring that proper financial controls are in place; reviewing

OBJECTIVES OF THE LSNYC RESTRUCTURING

- *a coherent, coordinated, dynamic membership organization of neighborhood-based legal services programs and citywide projects that, individually and together, provide high quality legal assistance that makes a meaningful difference in the lives of low-income individuals, families and communities throughout New York City, with:*
- *constituent corporations and projects that are rooted in the distinct communities that they serve, that identify and are responsive to local needs and conditions, that are skilled, zealous, and creative advocates for clients, that develop resources to address community needs, that use their resources effectively and responsibly, and that work in coordination with each other to address citywide needs and advance client interests and that are*
- *supported by a sound substantive, fiscal and administrative coordinating infrastructure that fosters excellence in delivery of client services, effective communication, efficient use of resources and a stable work environment, that develops and sustains resources to address client needs and allocates those resources in a rational and equitable manner, that coordinates delivery of services to address citywide needs, and that enables the program, locally and citywide, to build on strengths and address weaknesses.*

salary levels, administrative costs and other disbursements; and ensuring compliance with funding source requirements.

F. Determine, Monitor, and Strengthen Delivery of Services

The Board reviews and evaluates current and proposed services to clients, considering, among other things, LSNYC's mission and goals and the cost effectiveness of those services; and approves budgets for current and new services.

H. Enhance LSNYC's Public Image and Credibility

The Board works with staff in developing a communications and public relations strategy. As important links between LSNYC and New York City's communities, each Board member should gain support from key members of the community and be a positive and active spokesperson for LSNYC.

J. Ensure Legal and Ethical Integrity

The Directors bear ultimate responsibility for ensuring adherence to legal standards and ethical norms by the Board itself, by the programs within LSNYC's family, and by staff. They must set an example by adhering to LSNYC's By-laws and articles of incorporation, conscientiously carrying out their oversight and advisory responsibilities and observing the strictest standards of confidentiality.

K. Demonstrate Commitment and Dedication to LSNYC's Work

LSNYC's Board will be most successful when it includes members who have demonstrated their value to the organization and newcomers who can bring fresh ideas and new ways of doing things. To this end, the By-laws set term limits for Board members and separate limits for Officers as well as a mechanism that allows a majority of the Board to grant an exemption from these limits.

IV. LSNYC BOARD OFFICERS' LEADERSHIP ROLE AND RESPONSIBILITIES

The Board has four officers: Chairperson, Vice-Chairperson, Treasurer and Secretary.

A. Board Chairperson

The Board Chairperson exercises leadership in all LSNYC's activities, presiding at meetings of the Members, meetings of the Board, and meetings of the Executive Committee; appointing and removing committee chairpersons and members, and participating in committee meetings as he or she desires; overseeing financial planning and reports; assisting in fund-raising activities; encouraging individual participation by Board members; and supporting the work of the Executive Director.

B. Board Vice-Chairperson

As the second in command, the Board Vice-Chairperson assists the Chairperson: presides at meetings of the Members, of the Board, and of the Executive Committee in the temporary absence of the Chairperson; serves as Liaison Coordinator; and typically serves as a member of the Program Committee.

C. Board Treasurer

The Board Treasurer serves as Chair of the Audit and Budget Committee, and ensures that (a) full and accurate accounts of receipts and disbursements are kept; (b) the funds of the Corporation are disbursed in accordance with the budget approved by the Audit and Budget Committee; (c) LSNYC's financial accounting system is sufficient to provide reasonable assurance of compliance with accounting standards; (d) the annual audit is performed by certified public accountants; (e) requisite tax filings are

prepared and submitted on a timely basis; and (f) the Board is given full and timely information to enable it to perform its fiduciary responsibilities.

D. Board Secretary

The Secretary makes sure that a record of Board and Executive Committee meetings is maintained and that notices and other information required by the By-laws are sent.

V. BOARD COMMITTEES

The Board can act efficiently only by delegating its responsibilities to committees. The By-laws provide for an Executive Committee and five standing committees – the Audit and Budget Committee, the Development and Public Relations Committee, the Program Committee, the Nominating Committee, and the Operations, Compliance and Personnel Committee.

A. Executive Committee

The Executive Committee consists of the Chairperson, Vice-Chairperson, Secretary, Treasurer, and three other Directors chosen by the Board. During the intervals between meetings of the Board, it exercises all the powers of the Board, subject to the limitations contained in the By-laws.

B. Standing Committees

1. Audit and Budget Committee

The Audit and Budget Committee consists of the Treasurer, who serves as chairperson, and not less than three additional Directors. It reports to the Board concerning the finances of LSNYC and its constituent corporations and other service providers at least twice a year. It makes sure the budgets of LSNYC and its constituent corporations and other service providers are comprehensible, accurate and complete; are consistent with LSNYC's policies and mission; and comply with the requirements of funding sources.

2. Development and Public Relations Committee

The Development and Public Relations Committee has responsibility for LSNYC's continued existence as a financially viable entity, developing and carrying out fund-raising policies, identifying funding prospects, planning special events, and generally ensuring that LSNYC projects a positive image to the public.

3. Program Committee

The Program Committee is LSNYC's service-delivery "think tank." It reviews, monitors and assesses existing and new programs; oversees new program development; and generally works with central staff and LSNYC's constituent corporations and other service providers to ensure that LSNYC serves as many clients as possible as well as possible.

4. Nominating Committee

The Nominating Committee consists of a chairperson and either four or six additional Directors, including at least one Eligible Client Director.

It makes recommendations to appointing organizations regarding persons to serve as Directors; recommends which nominees for Constituent Corporation Boards of Directors should be consented to; and makes nominations for each Board office and for the non-officer members of the Executive Committee. Where necessary, the Nominating Committee will recommend policies and procedures to ensure that appointments are made and elections are conducted efficiently and effectively.

The Nominating Committee should be guided by LSNYC's goal of having persons with a diversity of experience, backgrounds, and skills in Board and committee composition. The Committee's members will bear in mind that Board members are to be drawn from varied racial, cultural and ethnic groups, reflecting, to the extent possible, the richly diverse population that LSNYC serves.

5. Operations, Compliance and Personnel Committee

The Operations, Compliance and Personnel Committee consists of a chairperson and either two or four additional members.

This Committee determines appeals of decisions of the Executive Director regarding personnel matters, client complaints, and other matters as set forth in the Corporation's policies.

C. Additional Committees

From time to time, the Board may create other committees which remain in existence until no longer needed. The members of such committees need not be Directors.

VI. BOARD MEETINGS AND OTHER COMMUNICATION VEHICLES

A. Board Meetings

Although the Board delegates a substantial portion of its workload to its committees, ultimately the buck stops with the Board and Board meetings are critical to LSNYC's functioning. A Board member's attendance and participation at Board meetings are important contributions to LSNYC.

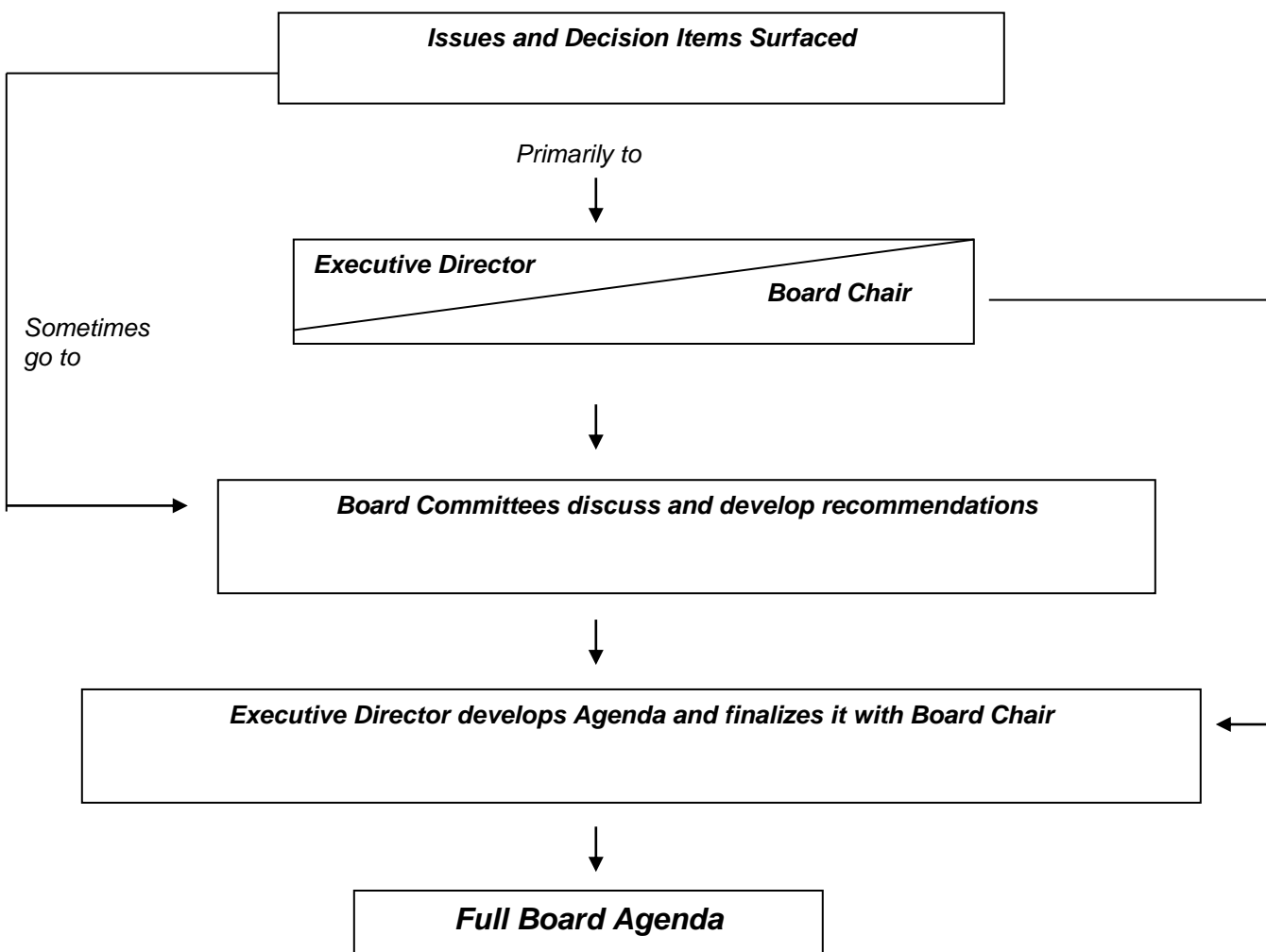
1. Scheduling of Meetings

Board meetings are generally held on the second Tuesday of each month, except for July and August, months in which meetings traditionally are not held.

2. Pre-Meeting Preparation

Each Board member receives a pre-meeting information packet at least three days before the meeting date which includes an agenda, minutes of the previous meeting, and documents relevant to items on the agenda. It is important that each Board member review the information packet prior to the Board meeting.

The agenda for the Board meeting follows the process diagrammed below:



3. Meeting Agenda

- a. Introductions
- b. Approval of Minutes
- c. Executive Director's Report
- d. Program Updates
- e. Committee Reports, as appropriate
- f. Public Comments
- g. Executive Session, if necessary

While the bulk of each meeting is informational, Board members cannot just be passive recipients of information. They are expected and encouraged to question, comment, and propose action, even when there is no particular proposal requiring Board action on the agenda.

4. Conduct and Management of Board Meetings

In order that Board meetings are productive and positive, the Chair must

- Start the meeting on time;
- Limit the time allotted to all agenda items to two hours;
- Ensure that time allotments are followed;
- Focus discussions toward relevant and germane issues;
- Avoid repetitive points;
- Ensure that all Board members have an opportunity to speak; and
- make every effort to end the meeting on time.

5. Attendance at Board Meetings

In-person attendance is strongly preferred, but when attendance in person is not possible, attendance by telephone is permitted.

Under the By-laws, a Director's failure to attend three Board meetings within one year following the annual meeting of the Members will result in a notice that any further absences will render him or her subject to automatic removal. If that Director fails to attend a fourth meeting he or she will be removed unless the Board grants a waiver.

B. Communication Vehicles Outside of Board Meetings

Board members will be given periodic updates on activities and developments at LSNYC. LSNYC also has a newsletter and website, which keep the Board, staff, clients and interested members of the public in touch with LSNYC's current activities and developments.

VII. BOARD CULTURE AND ORIENTATION

A. Values Underlying Board Culture

We believe that the Board can best achieve its goals if certain important values remain uppermost in our minds –

- *Inclusion* -- all Board members should be kept fully informed, have the opportunity to speak at Board meetings, and be active outside meetings;
- *Commitment* -- LSNYC's goals should be a top priority for each Board member, warranting sustained and long-term efforts;
- *Active participation* -- Board members demonstrate their commitment to LSNYC by attending Board meetings and fulfilling their responsibilities in committees, as liaisons, and as ambassadors for LSNYC;
- *Teamwork & collaboration* -- Board members support and cooperate with each other and deal respectfully with disagreements.

B. Board Orientation

Every year, and more often when necessary, new Board members are invited to an orientation meeting, at which the Handbook is distributed and discussed and Board members can become acquainted with each other and with their responsibilities as part of the LSNYC family.

VIII. CONCLUSION

LSNYC appreciates your agreeing to serve on its Board. Your service will ultimately touch the lives of all those who pass through LSNYC's doors. On behalf of them, thank you.