



BOARD OF DIRECTORS

Legal Services Corporation  
America's Partner For Equal Justice

## RESOLUTION

### AMENDING THE LSC BYLAWS TO INCLUDE A TEMPORARY RECESS PROVISION FOR COMMITTEE MEETINGS

**WHEREAS**, section 4.06(b) of the Legal Services Corporation (“LSC” or “Corporation”) Bylaws, which governs meetings of the Board of Directors, provides

[a] majority of the Directors present at a duly convened meeting, whether or not they comprise a quorum, may temporarily recess the meeting. Whenever a meeting is temporarily recessed to a date not more than five (5) business days following such recess, it shall not be necessary to give any notice of the recessed meeting or of the business to be transacted thereat otherwise than by an announcement at the meeting at which such recess is taken; and

**WHEREAS**, section 5.02 of the LSC Bylaws, which governs meetings of Board committees, does not contain a comparable temporary recess provision; and

**WHEREAS**, amending the LSC Bylaws to include a temporary recess provision for committee meetings, comparable to the current LSC Bylaw provision for Board meetings, is consistent with the Government in the Sunshine Act;

**NOW, THEREFORE, BE IT RESOLVED THAT**, the Board of Directors adopts the attached amendment to its Bylaws adding a temporary recess provision to the committee procedures under section 5.02.

**Adopted by the Board of Directors**

On July 23, 2013

**John G. Levi**  
*Chairman*

**Attest:**

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

### **Amendment to LSC Bylaws**

Article V, Section 5.02 Committee Procedures is amended by adding:

(f) A majority of the committee members present at a duly convened meeting, whether or not they comprise a quorum, may temporarily recess the meeting. Whenever a meeting is temporarily recessed to a date not more than five (5) business days following such recess, it shall not be necessary to give any notice of the recessed meeting or of the business to be transacted thereat otherwise than by an announcement at the meeting at which such recess is taken.