

RESOLUTION Amendments to Employee Handbook Regarding Thrift Plans

WHEREAS, the Legal Services Corporation (LSC) Board of Directors (Board) has reviewed the LSC employee Handbook (Handbook) provisions regarding “Retirement”; and

WHEREAS, the Board desires to amend these provisions to eliminate references to specific eligibility thresholds and instead refer generally to the Thrift Plan’s terms; and

WHEREAS, the Board has authorized Management to merge the Tax-Deferred Annuity Plan and the 403(b) Thrift Plan into a single plan; and

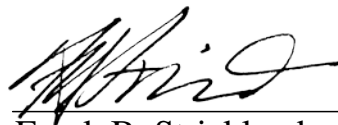
WHEREAS, the Board desires to amend the Handbook to remove reference to a separate Tax-Deferred Annuity Plan;

WHEREAS, the Board desires to amend the Handbook to refer generally to the terms of the Federal Thrift Savings Plan rather than specify them in the Handbook;

NOW, THEREFORE, BE IT RESOLVED that the Board hereby adopts amendments to the LSC Employee Handbook as indicated in the attached pages:

1. Section 8(B)(3) regarding the Federal Thrift Savings Plan.
2. Section 8(B)(4) regarding the Tax-Deferred Annuity Plan (effective upon merger of the Plans).
3. Section 9.8(A) regarding the Tax-Deferred Annuity Plan (effective upon merger of the Plans).
4. Section 9.10(A) regarding the 403(b) Thrift Plan.
5. Section 9.10(B) regarding the Tax-Deferred Annuity Plan (effective upon merger of the Plans).

**Adopted by the Board of Directors
on November 30, 2009**



Frank B. Strickland
Chairman



Victor M. Fortuno
Corporate Secretary

(B) Voluntary (See Benefits Section for description of these benefits)

- 1) Health Insurance: Regular employees who elect to participate in a health benefits plan of their choice are subject to a payroll withholding of the employee's share of the designated monthly premium.
- 2) Life Insurance: Regular employees who elect to participate in a group life insurance plan are subject to a payroll withholding of the employee's share of the designated monthly premium.
- 3) Federal Thrift Savings Plan (TSP): Certain former federal employees are eligible to participate in the Thrift Savings Plan. Such employees may elect to make tax-deferred contributions of up to five percent of their annual salary through payroll withholdings as specified in the Thrift Savings Plan.

- 4) ~~Tax Deferred Annuity (TDA): Regular employees may elect to participate in the private TDA and have tax-deferred contributions through payroll withholdings contributed to the LSC Tax Deferred Annuity Plan.~~
- 45) Retirement: All regular and temporary employees are eligible to participate in one of the retirement plans authorized by LSC.
- 56) Flexible Spending Account: All regular employees are eligible to participate in a Flexible Spending Account (FSA) administered by FlexAmerica. The FSA enables employees to pay for certain eligible out-of-pocket health care expenses such as medical, dental and prescription drug co-pays, the cost of eyeglasses, contact lenses or laser surgery, as well as some over-the-counter drugs, etc. on a pre-tax basis. Dependent care expenses for either childcare or eldercare may also be paid on a pre-tax basis through the FSA.

9.8 LSC Benefits Disclosure

LSC is committed to providing a full-service benefits program for its employees. However, as permissible by law, LSC retains the right to amend, suspend or terminate any benefit plan when it determines it is in the best interests of LSC to do so.

(A) Benefit Programs

Regular employees have the opportunity to participate in the following benefit plans:

- Health Insurance
- Retirement
- Thrift Savings Plan
- ~~Tax-deferred Annuity~~
- Employee Assistance Program
- Business Travel Accidental Death and Dismemberment
- Workers' Compensation
- Short & Long-term Disability
- Transportation Allowance Benefit
- Business Travel Accidental Life Insurance
- Dental Insurance
- Health Club membership

9.10 Other Benefit Programs

(A) Retirement

Employees hired prior to 1984 and eligible former federal employees commencing employment with LSC on or after January 1, 1984 and prior to October 1, 1988 are covered by the Civil Service Retirement System (CSRS). Employees hired on or after January 1, 1984 and before January 1, 1988 are covered by the Civil Service Retirement System Offset. CSRS and CSRS Offset employees are eligible to join the federal Thrift Savings Plan, a tax deferred savings plan.

Both LSC and the employee contribute to the CSRS and CSRS offset retirement plans.

Employees hired, transferred or otherwise commencing employment with LSC on or after October 1, 1988 are covered by LSC's private 403(b) Thrift Plan for Employees of the Legal Services Corporation. Regular and temporary employees are eligible to participate in the 403(b) Thrift Plan ~~beginning on the first day of the month coincident with or following the employee's date of hire.~~ as specified by the Summary Plan Description or the Plan Document.

LSC makes a contribution on behalf of participants in the 403(b) Thrift Savings Plan and participants in this plan may elect to contribute to the plan on a tax-deferred basis through payroll deductions.

(B) Tax-Deferred Annuity

~~All regular employees are eligible to participate in a tax-sheltered savings plan through payroll deduction. As provided by the Internal Revenue Code, these "403(b)" plans may result in a reduction of taxable income.~~

Successive items (C) through (F) will be renumbered accordingly.