



BOARD OF DIRECTORS

**RESOLUTION**  
**ADOPTING**  
***CODE OF ETHICS AND CONDUCT***  
**AND**  
**DESIGNATING ETHICS OFFICERS**

**WHEREAS**, Legal Services Corporation (“LSC”) expects to maintain and enforce the highest standards of ethics and conduct; and

**WHEREAS**, LSC expects all Members of the Board, officers, and employees to perform their work with the utmost honesty, truthfulness, and integrity;

**WHEREAS**, LSC desires to provide guidance regarding its expectations for standards of ethics and conduct;

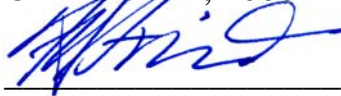
**NOW, THEREFORE, BE IT RESOLVED THAT** the Board of Directors adopts the attached LSC *Code of Ethics and Conduct* (“the Code”) effective immediately;

**BE IT FURTHER RESOLVED THAT** LSC’s General Counsel shall: 1) serve as the Ethics Officer for purposes of administering the Code, 2) have the sole discretion and authority to implement the Code’s provisions (except for those relating to potential ethical or conflicts of interests of the General Counsel), including but not limited to the discretion and authority to prescribe policies and procedures by which requests for opinions may be submitted, violations of the Code may be reported, and complaints may be filed, and 3) shall be responsible for responding to inquiries regarding application of the Code to specific situation/circumstances; and

**BE IT FURTHER RESOLVED THAT**, as contemplated by Section II of the Code, the Board of Directors ratifies the Inspector General's designation of the Assistant Inspector General and Legal Counsel to perform the functions of the Ethics Officer for staff of the Office of Inspector General.

**Adopted by the Board of Directors**

On March 24, 2008



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Frank B. Strickland

*Chairman*



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Victor M. Fortuno

*Corporate Secretary*