

**ADDENDUM TO THE BYLAWS
OF
INDIANA LEGAL SERVICES, INC.**

In accordance with the LSC Requirements, the Corporation's Board of Directors shall be composed and selected as follows:

1. Until otherwise determined by the Board of Directors, the number of directors to serve on the Corporation's Board of Directors shall be fifty-one (51), of which
 - (a) Thirty-one (31) shall be attorneys at law, including:
 - Twenty-seven (27) attorneys from the nine Regions as shown in Table A-1, each appointed by the largest bar association in the Region represented by such attorney ("Regional Attorneys");
 - Three (3) attorneys appointed by the Board of Directors who may reside anywhere in Indiana, and who will be selected in part to foster diversity on the Board and to provide input from other organizations who have an interest in legal services for poor people ("At-large Attorneys"); and
 - One (1) attorney appointed by the Indiana State Bar Association ("ISBA Attorney");
 - (b) Seventeen (17) shall be "eligible clients" when appointed, including:
 - Sixteen (16) eligible clients from the nine Regions as shown in Table A-2, each appointed by an appointing authority designated by the Board ("Regional Clients"); and
 - One (1) eligible client appointed by the Indiana Clients Council ("At-large Client").
 - (c) Three (3) other individuals appointed by the Board of Directors who are neither an attorney nor an eligible client, and who will be selected in part to foster diversity on the Board and promote stronger ties with other organizations in the State that are committed to ensuring access to civil legal services ("Other Appointees").
2. The "Regions" are comprised of one or more Judicial Districts in Indiana, as shown in the following Tables A-1, A-2 and A-3.
3. The number of attorneys to be appointed to the Board from each Region is based on the percentage of the State's population (as of 1995) living at poverty level in that Region, as shown in the following Table A-3. The relative number of attorneys appointed from each

Region is the basis for the number of eligible clients to be appointed from each Region.

4. The Board of Directors will prepare and approve a list, to be updated as needed, naming those bar associations and other organizations that are designated as Appointing Authorities for purposes of appointing one or more directors to the Board of Directors for any Region.
5. If the largest local bar association in each Region is active and willing to appoint one or more of that Region's bar-appointed attorneys to the Board of Directors, then that bar association will appoint those attorneys to the Board. To the extent the largest bar association is not active or does not choose to appoint one or more directors to the Board, then the Board shall designate another representative local bar or the state bar to be the Appointing Authority for that Region.
6. Any bar association designated as an Appointing Authority shall make its appointments in consultation with smaller bar associations, including bar associations in other counties in the Region and bar associations representing minority attorneys.

Table A-1: Regional Attorney Board Members

Of the 31 attorneys to serve as directors on the Board, 27 will be designated as "Regional Attorneys" appointed by the largest bar associations in the nine Regions, as follows:

Region	Judicial Districts	No. of Attorneys
1	District 1	5 attorneys
2	Districts 2 and 5	3 attorneys
3	District 3	2 attorneys
4	District 6 and 9	3 attorneys
5	District 4 and 7	2 attorneys
6	District 8	6 attorneys
7	District 10 and 11	2 attorneys
8	District 12 and 14	2 attorneys
9	District 13	2 attorneys
Total from all Regions:		27 attorneys

In addition to the Regional Attorneys, there will be three At-large Attorneys appointed to the

2

Board, not drawn from any particular Region, and another attorney appointed by the Indiana State Bar Association.

Table A-2 Regional Client Board Members

Of the 17 "eligible clients" to serve as directors on the Board, 16 will be designated as "Regional Clients" selected from the nine Regions as follows, appointed by organizations designated by the Board:

Region	Judicial Districts	No. of Eligible Clients
1	District 1	3 eligible clients
2	Districts 2 and 5	2 eligible clients
3	District 3	1 eligible client
4	District 6 and 9	2 eligible clients
5	District 4 and 7	1 eligible client
6	District 8	4 eligible clients
7	District 10 and 11	1 eligible client
8	District 12 and 14	1 eligible client
9	District 13	1 eligible client
Total from all Regions:		16 eligible clients

In addition to these 16, there will be one "At-large" eligible client Board member, appointed by the Indiana Clients Council.

Table A-3: Regional Representation

Region: Judicial Districts	Poverty Population (1995)	% of State Poverty Population	Attorney Directors	Client Directors	Other Directors	Total Dirs.	% of Total Directors
1: Dist 1	90,114	15.8%	5	3	0	8	15.7%
2: Dist 2 & 5	67,492	11.8%	3	2	0	5	9.8%
3: Dist 3	45,486	7.9%	2	1	0	3	5.9%
4: Dist. 6 & 9	68,842	12.1%	3	2	0	5	9.8%
5: Dist. 4 & 7	48,079	8.4%	2	1	0	3	5.9%
6: Dist. 8	130,019	22.8%	6	4	0	10	19.6%
7: Dist. 10 & 11	36,651	6.4%	2	1	0	3	5.9%
8: Dist. 12 & 14	39,898	7.0%	2	1	0	3	5.9%
9: Dist. 13	44,551	7.8%	2	1	0	3	5.9%
At-large			4	1	3	8	15.7%
Total:	571,132	100%	31	17	3	51	100.0%

7. Staggered Board

Pursuant to Article I, Section 1.4 of the Bylaws, the terms of directors serving on the Board of Directors shall be staggered.

The directors shall be divided into three Groups, each consisting of seventeen (17) directors, as follows:

GROUP 1	GROUP 2	GROUP 3
9 Regional Attorneys	9 Regional Attorneys	9 Regional Attorneys
1 At-large Attorney	1 At-large Attorney	1 At-large Attorney
6 Regional Clients	5 Regional Clients	1 ISBA Attorney
1 Other Appointee	1 At-large Client	5 Regional Clients
	1 Other Appointee	1 Other Appointee

Each director appointed to the Board shall be assigned to one of the three Groups. The Groups shall have the following terms:

- The initial term for all Group 1 Directors shall be one (1) year commencing with the next annual meeting of the Board; thereafter, the term for Group 1 Directors shall be three (3) years.
- The initial term for all Group 2 Directors shall be two (2) years commencing with the next annual meeting of the Board; thereafter, the term for Group 2 Directors shall be three (3) years.
- The initial term for all Group 3 Directors shall be three (3) year commencing with the next annual meeting of the Board; thereafter, the term for Group 3 Directors shall be three (3) years.