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## **A Winning Combination: Corporate law Departments, Law Firms and Legal Service Providers Working Together**

### **I. Pro Bono Partnership**

- a. What is it?
  - i. 501c3
  - ii. Created by in-house bar
  - iii. NY, CT and NJ — and soon to be in Atlanta
  - iv. Staff of nine (4 attorneys)
  - v. Represents nonprofit organizations only (i.e. no individuals)
- b. Eligibility
  - i. Serving the poor or otherwise disadvantaged, or providing an important social service
  - ii. Have legal needs our volunteers can address
  - iii. Are unable to pay for legal services without significant impairment to program
  - iv. Have the ability to work with volunteer attorneys
- c. Hallmarks
  - i. Discrete and manageable projects
  - ii. Generally not time sensitive
  - iii. Professional liability insurance coverage
  - iv. Unauthorized practice issue addressed
  - v. Ongoing coordination from legal staff with expertise in laws of nonprofit and tax-exempt organizations
  - vi. Partnerships with other in-house or private lawyers
  - vii. Templates and form files (e.g. form bylaws)
  - viii. Recognition for volunteers and corporations/firms
  - ix. Resource center for all nonprofits and practitioners
- d. Types of Legal Work
  - i. Employment, one of the Partnership's largest practice areas (e.g. reviewing personnel policies and advising on issues regarding hiring, evaluation and termination)
  - ii. Corporate and Tax Projects (e.g. review and drafting of bylaws, certificates of incorporation and contracts, incorporation and tax exemption, corporate restructuring including mergers and dissolutions, negotiations with IRS etc)

- iii. Real Estate (e.g. review of lease and sublease agreements, zoning issues, review and negotiation of documents related to financing etc.)
- iv. Intellectual Property (e.g. copyright protection of educational materials, trademark protection of an organization's logo; website review, licensing agreements)

## **II. What's worked and what hasn't**

- a. Creating a partnership between an in-house legal department and a law firm, more often than not fortifying an existing relationship (e.g. tax credit financing for the Tarrytown YMCA—GE and Paul Hastings; merger of two NJ nonprofits serving children—Honeywell and Pitney Hardin).
- b. Reluctance of some in-house counsel to work with a law firm because the size of project may not warrant it.
- c. Working directly with in-house counsel on small, discrete projects vs. availability of law firm volunteers to handle more comprehensive projects either alone or with in-house counsel.
- d. Advantages and disadvantages of forming a "general counsel" type relationship where one volunteer, company or law firm addresses all of a client's legal needs.

## **III. Critical Factors for Success**

- a. Community need
- b. Corporate leadership and support
- c. Law firm support
- d. Infrastructure
  - i. Partnership staff serving as co-counsel on each matter
  - ii. Partnership staff's role in following up on each matter