



Doing Good:

Practical Advice for Corporate
Counsel's Pro Bono Efforts



A close-up photograph of a person's hand holding a white rectangular sign. The person is wearing a dark, long-sleeved garment. The sign is oriented vertically and contains the text 'By Johna Rollet and Allegra Rich' written in a black, cursive font.

By Johna Rollet and Allegra Rich

W

2006, ACC and the Pro Bono Institute joined together to form a project called Corporate Pro Bono. The aim of the project was to increase participation in pro bono work by in-house legal departments. The effort has paid significant dividends: since 2006, at least 85 in-house legal departments have signed on to the Corporate Pro Bono Challenge. The challenge asks chief legal officers to use their best efforts to involve at least one-half of their legal staff to support and participate in pro bono service, as well as to encourage outside law firms with whom they work to publicly acknowledge their support for pro bono by becoming signatories to the Pro Bono Institute's Law Firm Pro Bono Challenge.SM As a result, in-house lawyers, paralegals and staff members have helped those in need more than ever before. Is your legal department a part of that effort? If not, it is not too late to get involved and make a difference, even in challenging economic times. Your help is needed more than ever, as the number of pro bono clients has increased dramatically due to the economic downturn.

For many legal departments, the hard part is getting a program or project off the ground. In-house lawyers who want to do pro bono work face several challenges, ranging from risk management issues to availability to logistics. Nevertheless, the opportunity to take on a pro bono project, especially in partnership with outside counsel, provides many great opportunities. For example, helping those in need, building relationships among legal department team members and with outside counsel, developing skills, and contributing to the company's overall corporate social responsibility program.

Getting Started

A precursor to launching any pro bono project or program is to make sure that the company's leadership supports the effort. This may mean having a conversation with the CEO, general counsel or other leaders to ensure support for the program. It is especially effective to have a corporate leader publicly proclaim support for the effort, whether in an email to the legal department, a posting on the company intranet or in an announcement. That way, people in the legal department can feel confident that the pro bono work they sign up to do is valued by the company.

The first step in putting the leaders' support into action is to find out what kind of pro bono projects would interest the legal department staff. This may be as simple as knocking on a few doors in a small department, or it may require a more formal survey. The survey does not have to be elaborate, though. It simply needs to ask what underserved population the lawyer would like to help, what kind of skills the lawyer would like to develop and what kind of time commitment the lawyer is willing to give. Another option would be to research several pro bono projects and put them to the members of the legal department for a vote on which one to pursue.

Partnering with Outside Counsel

Once you have an idea of the kind of pro bono projects your department might be interested in doing, consider working with a law firm to accomplish the project. Many large law firms have full-time pro bono coordinators whose job is to manage and administer the firm's pro bono work. Some considerations when choosing a law firm partner are:

- the relationship between the corporate lawyers and the firm's lawyers,
- the firm's substantive expertise in the area in which the corporate lawyers want to do pro bono, and
- the firm's relationship with a legal aid organization or clinic that handles the types of cases the corporate lawyers want to do.

Partnering with a firm that has substantive expertise or experience with a particular legal clinic or project makes it easier to recruit other in-house lawyers to participate in the project because it provides a comfort level with what may be a new subject matter or a new area of law.

For example, when the in-house team at Peoria, Illinois-based Caterpillar Inc., was considering clinics to participate in, they reached out to Baker & McKenzie,



JOHNA ROLLET is corporate counsel for Caterpillar Inc., in Peoria, Illinois. She focuses on regulatory issues including employee health and safety, hazardous materials management and data privacy. Rollet is the current chair of Caterpillar's Peoria-area Pro Bono Committee and a member of the Legal Services Division's Pro Bono Steering Committee. In 2008 she coordinated Caterpillar's participation in four pro bono clinics in partnership with Chicago-area law firms. She can be contacted at rollet_johna_g@cat.com.



ALLEGRA RICH is Seyfarth & Shaw's Pro Bono and Philanthropy Partner, directing its pro bono program. She is a member of the Chicago Bar Foundation Board of Directors; the Chicago 2016 Olympic Committee; the Steering Committee, University of Chicago Women's Board; and the University of Virginia School of Law Alumni Council. She received her JD from University of Virginia and her BA from University of Chicago. She can be contacted at arich@seyfarth.com.

with whom the company already had a relationship. The Caterpillar lawyers knew that Baker had experience with an immigration clinic, which was one of the substantive areas of interest identified by the lawyers. In addition, the clinic was an existing one in which Baker had participated several times before with the same nonprofit organization, and at least one other corporate client.

When partnering with a law firm, it is important to define everyone's roles at the outset. For example, are the corporate lawyers going to be handling matters themselves, or playing more of a support role? The answer may depend on the company's insurance and risk management policies, an issue that is addressed in greater detail below. Are the lawyers going to be working alone or in teams? Who is going to be communicating with the law firm, the pro bono agency and the participants in the project? Resolving these questions at the beginning of the project will result in greater efficiency and less chance of confusion when the project gets underway.

Preparing for the Project

When working with a law firm to establish a pro bono project or clinic, it is best to pick a date far in advance to allow sufficient time for planning. Ideally, the date should be selected based on the availability of the general counsel or another leader in the corporate law department who will be participating, as well as on the availability of the relationship partner at the law firm. The law firm pro bono coordinator should take the lead on organizing the project or clinic, but there is plenty to be done on the corporate side.

For example, the law department should designate a single point of contact to communicate with the law firm pro bono coordinator. The point person can control the flow of information between the law department and the firm, thereby minimizing the chances of miscommunication. One such piece of information is the identity of the participants. The law firm may be offering continuing legal education (CLE) credit for any training associated with the pro bono project, so the point person should collect the names and bar numbers of the participants and give them to the law firm. In addition, if the project is a clinic, providing the names and positions of the participants helps the law firm pro bono coordinator and the pro bono agency running the clinic to schedule an appropriate number of clients.

Peoria Area Pro Bono Initiative

1. Are you interested in providing pro bono services in the Peoria area? If you answer No, please submit the survey now without answering any of the following questions.

- Yes No

2. How many hours per month are you willing to provide?

- 1-3 7-10
 4-6 10+

3. When would you most like to provide pro bono services?

- Work Hours Weekends
 Evenings Any Combination

4. If you answered Work Hours, would you be willing to occasionally participate on evenings or weekends?

- Yes No

5. Are you fluent in a language other than English?

- Yes No

6. If so, what languages?

7. Would you prefer to work in a:

- Group? Individually?
 Team of Two? No Preference?

8. Are you interested in:

- Fixed Hours in a Clinic setting?
 Handling a File Until Resolution?
 Both?

9. Indicate which of the following types of pro bono services appeal to you. (Check all that apply.)

- Research and Writing
 General Counsel to a Non Profit
 Direct Client Counseling
 Board Member of a Non Profit
 Dispute Resolution/Mediation
 Legal Advise for a Court Appointed Guardian
 Administrative Law Advocacy
 Transactions/Contract Review
 Court Appointed Advocacy

Advising Law Students on Clinic Activities

10. If other types of pro bono services appeal to you and they are not listed above, please add them below.

11. Indicate which of the following subject matters for pro bono activity appeal to you. (Check all that apply.)

- | | |
|---|---|
| <input type="checkbox"/> Non Profit Representation | <input type="checkbox"/> Landlord/Tenant |
| <input type="checkbox"/> Social Security Advocating for Children | <input type="checkbox"/> Disaster Assistance |
| <input type="checkbox"/> Social Security Advocating for Elderly or Disabled | <input type="checkbox"/> Debtor/Creditor |
| <input type="checkbox"/> Criminal Law | <input type="checkbox"/> Mental Health |
| <input type="checkbox"/> Family Law | <input type="checkbox"/> Small Claims |
| <input type="checkbox"/> Wills and Estates | <input type="checkbox"/> Consumer |
| <input type="checkbox"/> Environmental | <input type="checkbox"/> Bankruptcy |
| <input type="checkbox"/> Elder Law | <input type="checkbox"/> Employment Law |
| <input type="checkbox"/> Child Advocacy | <input type="checkbox"/> Real Estate |
| <input type="checkbox"/> Corporate | <input type="checkbox"/> Traffic |
| <input type="checkbox"/> Adoption Law | <input type="checkbox"/> Tax Assistance |
| <input type="checkbox"/> Civil Rights Advocacy | <input type="checkbox"/> Fund Raisers |
| | <input type="checkbox"/> Charitable Organizations |

12. If other types of pro bono subject matters appeal to you and they are not listed above, please add them below.

13. Do you have a specific pro bono program in mind? Please provide program contact details.

14. Do you have additional comments, ideas or concerns?

FTI TECHNOLOGY

YOU **COMPLY** WITH A MASSIVE E-DISCOVERY REQUEST.
ON TIME. ON BUDGET.

BE READY.
BE RIGHT.SM

YOU MOVE FORWARD WITH CONFIDENCE THAT
THERE WILL BE **NO SURPRISES.**

Get on top of critical e-discovery challenges and get the outcomes you're after with **FTI TECHNOLOGY.**

Hundreds of cases in various stages of e-discovery. Pending litigation. Regulatory inquiries. Internal investigations. No matter what your e-discovery challenge, *be ready* with FTI TECHNOLOGY. Ready with a solution tailored to your unique business needs. Ready with a global team of experts to help you at any stage of e-discovery. Ready with proven software to reduce, review and produce critical data in any format. Be ready, so you can *be right* with your e-discovery results. **FTI TECHNOLOGY. Be Ready. Be Right.**

Visit www.ftitechnology.com for the free industry analyst white paper:
"Getting Control of Electronic Discovery: How In-House Technology Delivers Savings"
or call 206.373.6565 for more information.



Ringtail™

Attenex®

©2009 FTI Consulting, Inc. All rights reserved.

One issue that affects only corporate lawyers, not law firm lawyers, is malpractice insurance. Some companies may have general professional liability coverage, but others may not have any coverage, or there may be a question as to whether the coverage extends to work done for clients other than the corporation. In either situation, it is worth asking whether the pro bono agency provides malpractice insurance for its volunteer attorneys (which many agencies do). If the agency does not provide insurance, or if the law department intends to work on pro bono matters on a regular basis, it may be worth looking into purchasing a small policy for purposes of the pro bono work only. Policies are available to ACC members or through the National Legal Aid and Defender Association. The Corporate Pro Bono Project of ACC and the Pro Bono Institute has a helpful document on its website (www.cpbo.org) that outlines the various options for malpractice coverage.

Another potential landmine to avoid is business or positional conflicts or other objections to the project. This issue is more prevalent in law firms, but can still affect corporate law departments. For example, corporate lawyers may be prohibited by company policies and ethical rules from representing employees of the company. Also, a company will want to avoid representing individuals with pending or potential legal claims against

the company and may prefer to steer clear of sensitive or controversial public issues that could create public relations headaches for the company.

Some jurisdictions have ethical rules that facilitate pro bono work by addressing conflicts in clinic-type settings. Although ethical rules vary from jurisdiction to jurisdiction, and it would be important to check the ethical rules in your particular area, ABA Model Rule 6.5 is an example. The Model Rule states, in relevant part:

- a. A lawyer who, under the auspices of a program sponsored by a nonprofit organization or court, provides short-term limited legal services to a client without expectation by either the lawyer or the client that the lawyer will provide continuing representation in the matter:
 1. is subject to Rules 1.7 [conflicts involving current clients] and 1.9(a) [conflicts involving former clients] only if the lawyer knows that the representation of the client involves a conflict of interest.

Thus, as long as there is no expectation of continuing representation and no knowledge of an actual conflict, a lawyer participating in a legal clinic is excused from the usual rules regarding conflicts. One way to ensure application of this rule is to have the clients sign a letter of limited engagement. The letter makes clear that the attorneys are

Harness the Power of Compensation Data

Knowing current compensation levels for in-house attorneys can be incredibly valuable. ACC and Empsight have the data that can help.

The results are in.

Results from two ACC Empsight Surveys are now available for purchase.

- Companies with 10 or fewer attorneys and \$3 billion in revenue will find the Small Law Survey a comprehensive source of compensation information.
- The Large Law (CLCM) survey is a significant resource for large multi-national companies.

Find out more at www.accempsight.com.



Author's Case Study

In early 2008, Caterpillar's Pro Bono Committee decided that the law department would participate in four clinics in Chicago over the course of the year. In May, Johna Rollet, a member of Caterpillar's Pro Bono Committee, reached out to Allegra Rich, the Pro Bono Partner at Seyfarth Shaw LLP, one of Caterpillar's outside law firms. Rollet expressed an interest in partnering with Seyfarth on the third of the four clinics Caterpillar planned to do. Rollet explained that Caterpillar had already done or set up clinics in the areas of immigration, commercial matters for not-for-profit companies and immigration for victims of domestic violence (VAWA Visas), and was looking for something new. Rich explored several options and then presented Rollet with the idea of working with an agency and a local bar association that were coordinating a project to provide wills and powers of attorney to first-responders, such as police officers and firefighters. The two compared calendars and picked the first Saturday in September, leaving about three months to plan the clinic.

Rollet served as the point person for Caterpillar. There was an extra layer of complexity to the logistics of the project, since the Caterpillar lawyers were mostly coming from Peoria, a city several hours' drive from Chicago. Rollet recruited participants, communicated the logistical information and worked with Rich to organize the event. In order to allow the team members to get to know each other and to maximize the amount of time spent with the clients, the Caterpillar team drove to Chicago on a Friday afternoon and attended a training session at Seyfarth's offices, which was conducted by one of the firm's estate planning attorneys. After the training session, the participants went to dinner to make plans for the next day's clinic and to get to know each other. This pre-clinic dinner was especially valuable for the in-house lawyers, enabling them to expand their legal knowledge *and* get to know and work with attorneys — both in-house and outside counsel — whom they would not typically encounter.

Early Saturday morning, the group convened in the community room of a fire station just outside Chicago. They set up several laptop workstations and a wireless printer, and began working with the clients in teams of two (one Caterpillar attorney and one Seyfarth attorney). Throughout the morning, the teams were assisted by the estate planning attorney who had provided the training, as well as an estate planning attorney who was one of the local bar association coordinators of the event. Both firm and corporate paralegals helped with intake, review of documents and formatting, and witnessing and notarizing documents. As

the teams prepared legal documents for the clients, the estate planning attorneys would review them to make sure that everything was correctly prepared. The clients then had the documents signed and notarized, and with some final instructions went on their way with their affairs in order. The clinic ended in the early afternoon.

One factor that was critical to the success of the clinic was the presence of an IT person onsite. One of the people from Seyfarth's IT help desk volunteered her time to help with the project. She arrived early to set up the laptops and wireless printer, and moved from team to team, troubleshooting IT issues when necessary. Other non-legal staff also served important functions, such as greeting the clients and making them feel comfortable, notarizing documents and assisting with the set-up and break down of the room. Another important factor was the advance preparation. The bar association volunteer coordinator had sent questionnaires to the firefighters and police officers ahead of time, so that they could give some thought to (or discuss with family members) important decisions about their wishes should something happen to them. The clients brought the completed questionnaires with them, which enabled the attorney teams to have a structured discussion with the clients and to more efficiently prepare the final documents.

Feedback in the wake of the clinic was uniformly positive. Suzette Long, an attorney who works on regulatory matters for Caterpillar, told organizers, "I really enjoyed participating in the very rewarding and well-organized pro bono project. Not only was I very happy to represent Caterpillar's commitment to the community by preparing wills for two young firemen, I was thankful that they were able to receive a good work product from me and my partners because of the excellent training from the Seyfarth clinic and supervision of their attorneys." Likewise, Rich Konrath, a securities lawyer at Caterpillar, noted, "The clinic was a truly rewarding experience from a professional and personal standpoint. As in-house lawyers, at times, we become very involved in our support of business and strategic goals, which, of course, is our job. However, it is very gratifying through a pro bono program to step out of that role on occasion and use our professional skills for the benefit of people and their personal goals. Seyfarth did a tremendous job walking us through the process and providing us with the basics to serve in an area in which many of us had not been exposed since law school."



Opportunity Risk and Balance

Success is built on clarity of vision, a defined set of objectives and the balancing of obstacles against opportunities. Strong leadership anticipates and assesses risks well ahead of the curve.

At Gowlings, we believe that effective legal risk management is not just about making the right decisions when danger looms or after a crisis strikes: it's about recognizing the potential for risk and developing a risk management strategy that is an inherent part of your culture, wherever your organization does business.

Trust Gowlings as your legal risk management partner in Canada.

Risk management. The right investment for the times.

GOWLINGS

Barristers & Solicitors | Patent & Trade Mark Agents

gowlings.com/riskmanagement

Montréal | Ottawa | Toronto | Hamilton | Waterloo Region | Calgary | Vancouver | Moscow | London

“The clinic was a truly rewarding experience from a professional and personal standpoint.”

representing the client for purposes of the clinic only, and that after the session at the clinic, the lawyer will no longer represent the client for any purpose. The letter should be signed by the client before any legal advice is given.


Logistical Considerations

It may seem basic, but do not underestimate the importance of giving participants detailed directions to the location of the project and any associated training sessions. The project or clinic may be in an area unfamiliar to the participating attorneys, so in order to avoid attorneys being late or getting lost, consider emailing directions the day before the project.

Another consideration is what to bring with you. If the clinic is going to start in the early morning, consider providing coffee and juice and a light breakfast to the lawyers and the clients. Or, if the clinic is going to run all day, consider

whether to supply boxed lunches or snacks. If the clinic or project is going to be put on in a community center, homeless shelter or other location that is not normally used for legal work, consider whether it is necessary to bring office supplies. Of course, all of these things should be coordinated with the law firm in order to avoid duplication of effort.

You Can Make a Difference

Participating in a pro bono project or clinic can be a rewarding and satisfying team-building experience for a law department. Partnering with an outside law firm can make the process easier and potentially strengthen the relationship between in-house and outside lawyers. Together, a law department and a law firm can devote more resources to helping those in need than either group working alone, a task made even more pressing by these challenging economic times. 

**Caterpillar is happy to talk with any interested company about the details of launching a pro bono program. Please contact our Outreach Subcommittee Chair, Brendan Gardiner, at 309.675.1000 or pro_bono_outreach@cat.com.*

Have a comment on this article? Email editorinchief@acc.com.

ACC Extras on... Corporate Pro Bono

ACC Docket

- *The Business Case for In-house Pro Bono (Nov. 2006)*. This feature pinpoints the business-related benefits of having your legal department perform pro bono work. www.acc.com/docket/biz_probono_nov06
- *Doing Well By Doing Good: Social Responsibility and In-house Law Departments (July 2005)*. Promoting volunteerism can benefit your department and your company. Learn how to create, maintain and publicize your company's volunteer programs. www.acc.com/docket/soc_respon_jul05

Program Materials

- *Law Department Pro Bono and Diversity Strategies that Work (Oct. 2008)*. General counsel can be pro bono and diversity leaders by enhancing the company's commitment to socially responsible behavior. This executive discussion explores the effective implementation of pro bono and diversity initiatives in law departments. www.acc.com/lawdept_probono_oct08
- *Pro Bono Clinic (Oct. 2004)*. 407 Pro Bono Clinic: Includes sample checklists for pro bono client meetings and a nonprofit legal check-up intake form. www.acc.com/probono/clinic_oct04

Sample Forms & Policies

- *Sample Policy/Procedure for In-house Legal Department Pro Bono Programs (Freddie Mac) (Jan. 2000)*. Includes provisions regarding purpose, background, policy statement, definitions/scope and other general guidelines. www.acc.com/probono_prog/fm_jan00
- *Pro Bono Program (Sept. 1999)*. From the Maytag Corporation's pro bono program: Includes summary details of the program, insurance coverage, an explanation of why to establish a pro bono program, a screening process and disclaimer and an initial intake form. www.acc.com/maytag/probono_sept99

InfoPAKsSM

- *Corporate Pro Bono (Jan. 2007)*. Contains information to assist legal departments develop or participate in pro bono programs. www.acc.com/infopak/corprobono_jan07
- *Nonprofit Organization Affiliates (March 2007)*. This material provides information for in-house counsel on establishing non-profit affiliates. www.acc.com/infopak/nonprofit_mar07

ACC has more material on this subject on our website. Visit www.acc.com, where you can browse our resources by practice area or use our search to find documents by keyword.