

Pro Bono Policy

I. SUMMARY

Seyfarth Shaw LLP supports its attorneys in serving their communities and fulfilling their professional and ethical responsibilities by providing pro bono legal services to appropriate individuals and organizations. Seyfarth attorneys provide pro bono services at the same level of quality and commitment as billable services. This policy sets forth the criteria and procedures for the Firm's representation of pro bono clients.

II. DETAIL

A. Seyfarth Shaw Commitment

All Seyfarth Shaw attorneys, regardless of level, are encouraged to devote a portion of their time and professional services to pro bono matters. Undertaking such activities is an essential element of every attorney's professional and ethical responsibility. The Firm has established a mechanism with respect to approved pro bono projects for providing chargeable hour credit toward minimum chargeable hours requirements and productivity bonuses. Approved project chargeable credit will be given only for actual legal work that would otherwise be billable to a paying client.

B. Definition of Pro Bono Services

Pro bono services, for purposes of this policy, refers to activities of the Firm undertaken normally without expectation of a fee and not in the course of ordinary commercial practice and consisting of:

1. the delivery of legal services to persons of limited means or to charitable, religious, civic, community, governmental and educational organizations in matters which are designed primarily to address the needs of persons of limited means;
2. the provision of legal assistance to individuals, groups, or organizations seeking to secure or protect civil rights, civil liberties, or public rights; and
3. the provision of legal assistance to charitable, religious, civic, community, governmental, or educational organizations in matters in furtherance of their organizational purposes, where the payment of standard legal fees would significantly deplete the organization's economic resources or would be otherwise inappropriate.

Pro bono work must involve legal work for which paying clients would normally be billed. Pro bono work does not include promotional work, client development, career advancement projects, work originally undertaken for a fee, work undertaken for existing or potential paying clients for no fee, work performed for Firm members or staff, and

service as an officer or on a board of a charitable or civic organization, professional, bar association or related activities. Although many of these activities are meritorious and desirable, they are not considered pro bono for the purposes of this policy. Attorney time for these activities should be recorded under the appropriate time code number.

C. Pro Bono Committee

The Pro Bono Committee is comprised of partners and associates. Each office shall have at least one representative on the Pro Bono Committee. Pro Bono Committee members will serve staggered three-year terms and may serve up to two consecutive terms. The Pro Bono Committee has the following functions:

1. Help administer the firm wide pro bono program, including attending Pro Bono Committee meetings, reviewing pro bono proposals, reviewing new pro bono policies, and assisting in gathering information for internal or external reporting;
2. Promote the pro bono program internally and externally, including maintaining the office's pro bono portal page, becoming or designating a liaison to local pro bono agencies (including submitting charitable grant requests on the agency's behalf), preparing success stories for publication, and nominating attorneys for pro bono awards;
3. Direct office-level pro bono activities, including answering questions regarding submission of pro bono proposals, distributing quarterly supervisor memos, finding and circulating pro bono opportunities, and, for partners, monitoring associates' pro bono hours;
4. Participate in the pro bono program, including doing 20 hours of pro bono work each year and attending pro bono events such as legal aid agency annual benefits, local seminars, or meetings of local pro bono coordinators.

D. Pro Bono Proposals

In order to obtain chargeable hour credit, a Proposal Form should be sent to the Pro Bono Committee for approval. The Pro Bono Proposal Form can be found on Seyfarth Source at Communities/[specific] Office/Pro Bono Interests. In the upper left-hand corner, a link exists titled Proposal Form. Once the form is completed and submitted, the Pro Bono & Philanthropy Department will circulate it to the Pro Bono Committee for review and approval.

E. Conflicts

In evaluating the possibility of a conflict, the Pro Bono Committee will consider the potential for adverse publicity or involvement in activities that might be perceived as contrary to the best interest of the Firm or existing Firm clients. Special care will be taken with respect to employment-related matters. The Firm will continue its policy of

not accepting representation of employees in employment disputes except when the attorney is involuntarily appointed in such a case by a judge.

F. Pro Bono Engagement Letter & Payment of Costs

Upon approval of new pro bono matters by the Pro Bono Committee, attorneys shall have the pro bono client(s) sign the Firm's Pro Bono Engagement Letter. A copy of the letter is available on Seyfarth Source. Attorneys should determine whether the pro bono client shall be expected to pay reasonable out-of-pocket expenses.

G. Attorneys' Fees Awards

While pro bono work is not work originally undertaken for a fee, pro bono agencies encourage law firms to seek awards of attorneys' fees in appropriate cases as both a matter of public policy and as a source of funding for public interest organizations. Accordingly, such fee awards shall be made payable directly to a legal aid organization or deposited in the Firm Pro Bono Account, which is used to make donations to legal aid organizations and to pay administrative costs and otherwise unreimbursed disbursements in pro bono matters.

H. Ineligibility/Removal of Credit

Projects which do not qualify for chargeable hour credit may still be performed by Firm attorneys, assuming other impediments, such as legal conflicts, do not exist. Likewise, the Firm retains the right to limit or remove chargeable hour credit for pro bono work or take other actions, as appropriate, if work on a given project substantially exceeds the original hours proposal or otherwise fails to meet the expectations of the original proposal in terms of cost, community benefit or Firm benefit.

I. Supervision of Pro Bono Matters

Pro bono clients and matters should be administered in the same manner as paying clients. The Firm intends to establish long-term relationships with a number of pro bono organizations, much as it does with paying clients. All approved pro bono projects must have a partner with overall responsibility for the matter. The work for that client should be done by the partner in charge or distributed to other attorneys, as appropriate.

On a regular basis, but not less than every six months, the Pro Bono & Philanthropy Department shall generate Supervising Partner Reports, along with computer printouts of time and expenses, and provide them to each supervising partner to monitor work in progress. Unreasonable time charges should be reduced or stricken by the supervising partner. Supervising Partners shall return the Reports and summarize:

1. The status of the work;
2. The hours and expenses since the last progress report; and
3. The hours and expenses in comparison to the original budget.

J. Equal Treatment

Pro bono matters should be treated as what they are: real cases with real clients involving real work. Accordingly, pro bono cases should be given the same priority, dedication, and resources as are other matters. For example, emergency pro bono matters take precedence over non-emergency paying matters, and vice-versa. Likewise, when appropriate, pro bono clients should be requested to commit some amount of their time, effort, or resources to confirm their commitment to the legal activity being undertaken.

K. Professional Development and Compensation

1. Equity Partners and Income Partners

Partners who perform or supervise approved pro bono matters will be evaluated for compensation purposes in the same manner as their work on other cases and projects. The “realization rate” of a supervising partner who “bills” a pro bono client will not be affected because the client does not pay for the work performed.

2. Associates

The Firm counts up to 200 hours of pro bono work towards an associate’s chargeable hour goal. Associates on approved pro bono matters should be evaluated for LDC purposes in the same manner as on other cases or projects. During Professional Development reviews, associates should include their work on pro bono matters on their list of matters for review, if appropriate. As with any other legal project, every pro bono supervising partner and other reviewing attorney working on a pro bono matter should complete an evaluation for each associate performing pro bono work for that attorney. Associates should also describe pro bono matters in their self-evaluations.

3. Of Counsel and Staff Attorneys

The Executive Committee shall determine whether pro bono hours worked by Of Counsel and Staff Attorneys shall count toward such attorneys’ billable and/or non-billable hours goals on an individual basis.

4. Paralegals

The Firm counts up to 50 hours of pro bono towards a paralegal’s chargeable hour goal. When taking on a pro bono matter, paralegals should notify the National Paralegal Manager and any other applicable supervisors. Paralegals may not take on direct representation of a pro bono client without a supervising partner. Paralegals on approved pro bono matters should be evaluated for review purposes in the same manner as on other cases or projects. During Professional Development reviews, paralegals should include their work on pro bono matters on their list of matters for review, if appropriate. As with any other legal projects, every pro bono supervising partner and other reviewing attorney working on a pro bono matter should complete an evaluation for each paralegal associate

performing pro bono work for that attorney. Paralegals should also describe pro bono matters in their self-evaluations.

L. Balancing Work and Hours Cap

Attorneys and paralegals engaging in pro bono cases or projects are expected to balance their work on these projects in the same way they do other projects. As with other matters, a pro bono project should not consume a major or even substantial part of an attorney's or paralegal's workload, especially an associate's, over an extended period of time, without the attorney or paralegal seeking guidance from the Executive Committee, LDC, Pro Bono & Philanthropy Department, Pro Bono Committee, or National Paralegal Manager. No attorney will be permitted chargeable hour credit for more than 200 pro bono hours per year without approval of the Executive Committee. The Executive Committee will consider requests for a fixed number of chargeable hours above 200 when: (1) the requesting attorney spent 200 hours working on a case that came in through a mandatory court appointment; or (2) extraordinary circumstances arose during the course of the pro bono matter. For purposes of (2), a litigation matter that requires more than 200 hours is not, without other factors, an extraordinary circumstance.

M. Seyfarth Shaw Position on Disputed Issues

With pro bono clients, as with paying clients, Seyfarth Shaw attorneys should continue the policy of not having the Firm, as an entity itself, take a position on matters in controversy or litigation. Accordingly, Seyfarth Shaw attorneys should be careful to ensure that representations, made in court or otherwise, state the position of the client, not the Firm. Absent specific approval of the Executive Committee, the Firm itself does not take positions on political, social, economic, or legal issues which may arise in the representation of any clients.

N. Billing Practices for Pro-Bono Work

All Pro Bono matters require approval by the Firm's Pro Bono Committee and submission and completion of the New Matter Intake Form and conflicts check processes. The detailed Pro Bono Procedures for these processes can be found on Seyfarth Source within each office's Pro Bono Interest community (e.g., Communities/Chicago Office/Pro Bono Interests) where the Pro Bono Proposal Form is also located.

Approved pro bono hours will be included in associates' chargeable hours, year-to-date chargeable hours and annualized chargeable hours, all of which appear on the monthly recap of hours form(s). Unapproved pro bono hours will not appear separately on the form but will be included in total non-chargeable contribution hours.