



## IN-HOUSE PRO BONO: HOW TO START

ACC Annual Meeting  
October 30, 9:00-10:30 am

### Introduction to In-House Pro Bono

- Corporate Pro Bono, “The Business Case for In-House Pro Bono,” 2013. An essay outlining arguments in favor of developing in-house pro bono programs. <http://www.cpbo.org/businesscase>
- Corporate Counsel, “Stepping Stones to More In-House Pro Bono,” 2012. An article spotlighting the incredible pace at which pro bono culture has developed within the in-house community, outlining some of the challenges and solutions to developing in-house pro bono. <http://www.cpbo.org/document/stepping-stones-to-more-in-house-pro-bono/>

### Getting Started Guides

- Corporate Pro Bono, “Pro Bono Development Guide: How to Start a Pro Bono Program,” 2013. An outline of steps to investigating, building, and launching a successful pro bono program in any size legal department. <http://www.cpbo.org/getstarted>
- Corporate Pro Bono, “CPBO Guide to Professional Liability Insurance for In-House Pro Bono,” 2012. A review of liability insurance options available to in-house departments looking to engage in pro bono as well as the benefits and drawbacks of each. <http://www.cpbo.org/insurance>
- Corporate Pro Bono, “CPBO Guide to In-House Pro Bono Multijurisdictional Practice Rules,” 2014. A jurisdiction-by-jurisdiction overview of the multijurisdictional practice rules applicable to non-locally licensed in-house counsel providing pro bono. <http://www.cpbo.org/mjpguide>

### Pro Bono In Practice

- Inside Counsel, “Clorox will Expand Pro Bono Program,” 2012. An article highlighting the development of Clorox’s pro bono program under Laura Stein’s leadership as General Counsel. <http://www.insidecounsel.com/2012/11/28/clorox-will-expand-pro-bono-program>

- Inside Counsel, “Exelon’s Pro Bono Program Excels in Local Communities,” 2011. An article on the structure of Exelon’s pro bono program and the benefits it has brought to the legal department. <http://www.insidecounsel.com/2011/07/01/exelons-pro-bono-program-excels-in-local-communitie>
- Corporate Pro Bono, “In-House Pro Bono in Practice Profile: Mayo Clinic,” 2012. A profile outlining the Mayo Clinic legal department’s pro bono program. <http://www.cpbo.org/mayoclinicprofile>
- Corporate Pro Bono, “In-House Pro Bono in Practice Profile: The Pep Boys-Manny, Moe, and Jack,” 2013. A profile outlining the Pep Boys legal department’s pro bono program. <http://www.cpbo.org/pepboysprofile>
- Corporate Pro Bono, “CPBO Spotlight On: The Williams Companies,” 2012. An article highlighting the efforts of The Williams Companies legal department’s pro bono program. <http://www.cpbo.org/document/cpbo-spotlight-on-the-williams-companies/>



## **THE BUSINESS CASE FOR IN-HOUSE PRO BONO**

Esther F. Lardent

During the past decade, the number of formal, organized pro bono efforts at in-house legal departments and the participation of in-house lawyers and legal staff in pro bono matters have increased dramatically. Led by a growing number of general counsel strongly committed to pro bono service and potentiated by the work of Corporate Pro Bono (CPBO), a global partnership project of the Association of Corporate Counsel (ACC) and the Pro Bono Institute (PBI) that provides tailored information, guidance, training, and support to in-house legal departments and ACC Chapters, in-house pro bono is becoming an accepted, valued, and well-integrated aspect of in-house practice.

Legal department lawyers, like lawyers in other practice settings, take on pro bono matters despite hectic work schedules for a variety of reasons: the distressing gap between those desperately in need of legal assistance and the available resources (a number of studies have found that 80 percent of low-income persons with a serious legal problem are unable to secure legal help); the ethical obligation to provide service that is at the core of every lawyer's professional identity; the desire to use one's skills and expertise to make the world a better place. In-house legal departments – and their legal staff – do not provide volunteer legal services to enhance their professional stature, skills, or business goals. However, properly structured, implemented, and aligned pro bono programs can, in fact, enhance critical aspects of the operations of companies and their legal departments. The pro bono business case for law firms has been established. Major law firms now realize that pro bono service can and does enhance important firm functions and goals. While the business case for pro bono service at in-house legal departments is different from that at major firms, it is equally clear and compelling.

### **Recruitment and Retention**

There is substantial competition for in-house lawyers who have the requisite skills to add value to legal departments. Most legal departments recruit experienced laterals rather than recent law school graduates, but pro bono is a factor for both groups. In particular, the growing number of talented law firm associates and partners who have been active pro bono participants while at their firms will be attracted to legal departments that afford them the ability to continue to take on pro bono assignments. In addition, many potential hires in the legal department view a commitment to pro bono as an important indicator that the company – and its legal department – value their employees as individuals and evidence a broader commitment to society. One study (Kelly Services, 2009) found that 85 percent of job seekers around the world and across all ages “are more likely to want to work for a company that is considered ethically and socially responsible.”

While some in-house lawyers seek advancement – and aspire to become general counsels – many in-house attorneys have more limited advancement opportunities. To avoid losing able, seasoned lawyers, law departments must create a workplace environment that continues to stimulate and

satisfy experienced and knowledgeable staff. Pro bono engagements offer the opportunity to broaden and vary work, interact with different people inside and outside of the legal department, and work in another environment that makes use of legal skills. The departure of a valued attorney is a major financial loss, with total costs – interruption of service, search and transition expenses, etc. – typically exceeding the annual salary of the employee. Pro bono service, for some lawyers, can be important factor in promoting retention.

## **Employee Engagement**

Many companies and legal departments measure engagement as an expression of an employee's attachment to his or her job that influences the employee's eagerness to succeed in the workplace. Engaged employees are more excited about and involved in their work, and therefore act in ways that further the interests of their company. They care about the future of their company and feel strong emotional bonds to their employer, which can result in higher productivity and performance, increase retention levels, and lower absenteeism.

There are a number of factors that are believed to increase employee engagement, including organizational culture and an employee's perception of company values, recognition and rewards that incentivize staff, and quality relationships with managers and peers. Many in-house departments structure their pro bono programs to support these drivers, which contributes to an employee's overall sense of motivation and loyalty to the company. Engaged employees are brand ambassadors for the company. Pro bono is one way legal departments can support employee engagement, demonstrate the company's value to its employees, recognize employees for their contribution to the community, and promote positive teaming within the department, as well as cross-functionally.

## **Corporate Social Responsibility/Corporate Citizenship**

Corporations are increasingly recognizing the importance and value of corporate social responsibility – actions that ensure that companies are good and responsible citizens of the communities in which their employees live and work. Corporate social responsibility (CSR) has been defined by the World Economic Forum's Global Corporate Citizenship Initiative as:

[T]he contribution that a company makes in society through its core business activities, its social investment and philanthropy programs, and its engagement in public policy. That contribution is determined by the manner in which a company manages its economic, social, and environmental impacts and also manages its relationships with different stakeholders, including shareholders, employees, customers, business partners, governments, communities, and future generations.

The involvement of a company's legal department in pro bono service adds value and breadth to that company's CSR profile and activities. Pro bono service enhances the quality of life and stability of residents and the community at large, making an important contribution and creating a better business climate. It provides a specialized and highly desirable outlet for employee voluntarism and, often, complements the company's charitable giving and other philanthropic activities. It should come as no surprise that the pro bono work undertaken by legal departments

is increasingly cited and applauded in corporations' annual corporate social responsibility reports.

### **Professional Development**

As large law firms have discovered, pro bono engagements provide critically important professional development opportunities not only for younger lawyers but also for more experienced counsel. Pro bono work enables lawyers to maintain their proficiency in areas such as litigation that are no longer a routine part of their daily work. It also provides the opportunity for lawyers and legal staff to hone skills that are immediately applicable to their work for the company, including negotiation, leadership of a team effort, working effectively with partnering organizations, etc.

### **Integration with the Company, the Community, and the Profession**

Pro bono work enables members of the legal department to address a sense of isolation – from other members of their profession, from the company as a whole, from their communities – that may arise in the in-house environment. Work on a pro bono matter or project, particularly one undertaken in conjunction with a local pro bono organization or NGO, promotes interaction with other lawyers. At some corporations, legal departments are taking on pro bono projects that add a legal dimension to already existing corporate volunteer and/or philanthropic efforts. For example, the legal department at a company that focuses its charitable giving and volunteer service on enhancing children's educational opportunities may provide legal assistance to low-income families seeking to improve the education available to their developmentally disabled children. A legal department at a company whose volunteers provide housing and food for the poor and homeless could use their legal skills to help those targeted by the company to become eligible for food stamps and to secure safe and affordable homes. In doing so, the legal department not only improves the outcomes for those whom the company is striving to help, it also demonstrates to its internal clients the value of the department's legal skills.

Similarly, pro bono work helps the legal department, and, through its counsel, the company as a whole to better understand the communities where it is doing business and to help ensure that the company is viewed as a good citizen and a good neighbor in its communities.

### **Improved Teamwork and Morale**

Studies have consistently demonstrated the value of voluntarism in improving morale and productivity by reinforcing a sense of pride, common values and vision, and deepening personal relationships. Pro bono projects enable members of the legal department who may otherwise have little or no contact to work together toward a common goal. Signature pro bono projects, that is those targeted to a particular area of the law or client population, can involve lawyers and non-lawyers at varying levels of seniority and across offices and areas of specialization. A number of companies that have experienced financial, legal, or reputational difficulties have found that a shared pro bono culture can play an important role in maintaining a positive outlook and a shared sense of responsibility and pride in the company.

## Enhanced Inside/Outside Counsel Relationships

The growing trend toward the development of joint pro bono ventures between and among legal departments and their outside counsel enables each party to the relationship to leverage their particular strengths and skills. It also provides an opportunity to work together “off the clock” in a manner that strengthens mutual understanding and respect. This enables outside counsel to gain a better understanding of the client legal department so they can better respond to its commercial needs.

## Diversity

While in no way a substitute for attracting, retaining, and managing a diverse workforce, pro bono can intersect with and strengthen the department’s commitment to diversity. Some legal departments and law firms, for example, have focused their pro bono activity on matters of particular importance to families and communities of color. This focus affords an opportunity to all employees, regardless of race, ethnicity, gender, etc., to gain a better understanding of the issues and concerns facing these communities and individuals.

## Reputation

Consumers, regulators, shareholders, employees – all of these groups view the actions and initiatives of corporations in the larger context of corporate reputation. Studies indicate that charitable giving, both dollars and in-kind, as well as a demonstrated commitment to improving local communities are particularly convincing indicia of a “good” company. On a narrower scale, legal publications that cover in-house counsel news are increasingly aware of and focused on pro bono service. For example, *Corporate Counsel* magazine, in launching its annual awards for best legal department, made pro bono service one important criterion for that award.

## Conclusion

There is a growing recognition that a well-designed, institutionally supported legal pro bono program can enhance and strengthen the communities in which corporations operate while, at the same time, addressing key operating issues in a manner that strengthens the performance, reputation, and effectiveness of in-house legal departments.

*For more information about how your company can develop an effective in-house pro bono program or enhance its existing program, please contact Corporate Pro Bono at (202) 729-6699 or visit our website at [www.cpbo.org](http://www.cpbo.org).*

Developed by Corporate Pro Bono  
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## STEPPING STONES TO MORE IN-HOUSE PRO BONO

*Corporate Counsel*

Catherine Dunn

February 21, 2012

Pro bono legal work was once the sole province of law firms. But no more. Now that terrain is increasingly being inhabited by in-house legal departments, too, according to Esther Lardent, president and CEO of the Pro Bono Institute. “What we’ve seen over the last decade is this amazing growth,” Lardent says. “It’s like a quiet revolution.”

Back in 2000, the Association of Corporate Counsel (ACC) approached the Pro Bono Institute, which has traditionally liaised with law firms, about teaming up. That led to the creation of a joint endeavor aimed at in-house counsel—the Corporate Pro Bono Project. They have since worked with 450 different legal departments, Lardent says (although not all of the departments have a formally designated pro bono program, she notes). And more than 100 legal departments have signed onto a voluntary pro bono pledge, called the Corporate Pro Bono Challenge.

Lardent chalks the change up to two major currents: the in-house legal profession has grown in stature, and more companies are emphasizing corporate social responsibility on the whole.

Whereas in-house practice was once perceived as something of a backwater, corporate counsel are now “the most powerful and respected people in the profession,” according to Lardent. Accordingly, in-house lawyers ask, “So, what can we do with that power?”

At the same time, companies are recognizing that being a “good citizen” carries sway with both shareholders and consumers. More and more U.S.-based companies are issuing annual corporate social responsibility (CSR) reports, and those in charge of CSR are often direct C-suite reports. “The idea that your reputation is creating good will is really, really important,” Lardent says.

Today, the average law department pro bono program is less than two years old. Aetna lays claim to the oldest organized pro bono program in a legal department, says Lardent. It has been running for more than 30 years.

Since pro bono has been so much a part of firm life, the migration of attorneys from firms to in-house positions has also proven transformative. Lardent cites Microsoft general counsel Brad Smith as the “poster child” of this pattern; he worked pro bono during law school and while at Covington & Burling, and then created Microsoft’s immigration law pro bono program.

The Corporate Pro Bono Project has played a key role, too, Lardent says, particularly by addressing head-on the common obstacles that arise in-house. Now, when they talk to legal departments, they already know the seven main challenges to conquer:

- 1. Time:** Legal departments are often smaller than firms, and the in-house lawyers are already stretched on all the corporate work that needs doing. When pro bono is on the line, “there’s a nervousness about ‘How can we make that commitment and live up to it?’,” Lardent explains.

**Solution:** Coming up with finite, time-limited, and predictable opportunities. A classic example is the clinic-in-a-box model, such as holding a legal “health check-up” for community nonprofits.

**2. Malpractice insurance:** Often, legal departments don’t have it because they may, for instance, be covered by the general principles of a company’s insurance policy. Even though malpractice claims in the pro bono field are rare, lawyers wouldn’t dream of doing the work without coverage and protection.

**Solution:** Introducing legal departments to options for inexpensive or free coverage.

**3. Skill sets:** In-house lawyers who are mid-career and highly specialized may be unfamiliar with the courts and area of practice—like family law—involved in pro bono work. “There’s a fear that you’re going to mess up,” Lardent says. “It’s like being a first year out of law school, but you’re not.”

**Solution:** Training, mentoring, and support that allow in-house counsel to move out of their comfort zones and into areas like immigration and housing law. Also, showing lawyers that the corporate law skills they already have can help nonprofits with transactional and business needs.

**4. Appearance of conflicts:** In-house lawyers don’t want to take a position in a pro bono case counter to the interests of their corporate client.

**Solution:** Identifying those conflicts from the outset, and establishing clear policies that allow in-house counsel to steer clear of them.

**5. Location:** Many legal departments are located on corporate campuses far from where the pro bono clients are. Driving from Silicon Valley to the office of a nonprofit in Oakland, for instance, could mean a lot of lost time in the car.

**Solution:** Using telephones, computers, and the Internet to consult with clients. “Virtual pro bono,” Lardent calls the approach.

**6. Practice rules:** With corporations’ offices spread around the country, in-house counsel may be licensed and in good standing—but not in the jurisdiction where their desk is. That could be fine on the corporate end, but by taking on pro bono cases in that area, “the worry is you’re going to be charged with unauthorized practice of law,” says Lardent.

**Solution:** This is one challenge “we haven’t quite solved yet,” Lardent says. But they’re on the road to a solution. ACC and the Pro Bono Institute are working to change the applicable rules state by state—Virginia just adopted a rule to allow in-house counsel in good standing to take on pro bono, even if they’re not licensed by the state. Interim solutions also include getting court approval and the written consent of pro bono clients, and focusing on work that doesn’t require that someone be a licensed attorney at all, such as in the field of veterans benefits.



**7. Making global pro bono work:** As companies expand overseas into new markets, in-house counsel are also asking how they can go global with pro bono. In addition to the challenges listed above, it can be hard to source international opportunities.

**Solution:** The Corporate Pro Bono Project has formed a task force to examine the issues involved. Some law departments do pro bono work in places like Nepal that's oriented more toward legal research and policy development, rather than litigation.

In-house departments continue to offer creative solutions within the pro bono world, says Lardent. "I think we're just beginning to see what they can bring to the table."



## **PRO BONO DEVELOPMENT GUIDE HOW TO START AN IN-HOUSE PRO BONO PROGRAM**

The following is a guide on how to start a pro bono program in your legal department. This document is a general introduction. We have broken the process down into three phases and twelve steps that often overlap and entwine and range from securing management support to launching your program. Having worked with hundreds of legal departments of all sizes, we know that the most successful programs are those that take into account the unique characteristics of the company and its legal department and the goals the department sets for its pro bono program. For more tailor-made guidance on your organization's pro bono program, please contact CPBO Director Eve Runyon at (202) 729-6694 or [erunyon@probonoinst.org](mailto:erunyon@probonoinst.org).

### **Phase I: Investigation**

To develop a program that meets the needs and interests of your legal department and the communities your department will serve, it is important to gather information and support. This will help ensure that your efforts are effective later.

#### **1. Secure Management Support**

In order for your legal staff to feel comfortable fulfilling their professional responsibility and dedicating company time and resources to pro bono projects, your organization's chief legal officer must support the program. Support from senior management is vital to the success of your legal department's pro bono program, regardless of the size or make-up of your department. To gain support, provide management with examples of the various anticipated benefits of the program – to the individual, the company, the clients, and the community. (See [Business Case for In-House Pro Bono](#) and [Why Do Pro Bono](#)) Also, remind management of the growing need for pro bono legal services and good corporate citizenship, the nexus between pro bono and corporate social responsibility activities, and check back regularly to ensure ongoing support.

- Benefits of Pro Bono to the Individual
- Benefits of Pro Bono to the Company
- Benefits of Pro Bono to the Clients and the Community

#### **2. Determine the Interests, Activities, and Skills of your Legal Department and Company**

An established and flourishing pro bono program can support several initiatives and many interests. Generally, there are two types of projects: traditional litigation-based pro bono and transactional pro bono that utilizes business and commercial skills. Traditional litigation-based pro bono includes cases that require volunteers to appear in court as well less-adversarial matters that, while litigation-based, are more administrative in nature, like veterans or social security benefits cases. Transactional pro bono includes matters that allow volunteers to apply the strength of their business skills and can include representing nonprofit organizations, creating

affordable housing, and assisting micro-entrepreneurs. Although many in-house lawyers consider the chance to handle pro bono litigation matters a welcome change of pace from their daily practice, others prefer opportunities that allow them to apply the skills they use for their employer.

### *Legal Department*

The best way to determine the interests of your legal staff is to conduct a survey that asks members of your legal department what legal pro bono work are they currently doing, what type of work they would be interested in doing, and what the perceived impediments are to providing legal pro bono work. You may be surprised at what is already in place and the reasons why some colleagues are hesitant to participate. ([Request Interest Survey](#)) If you are aware of certain interests of your legal department, company or management, you may tailor your survey to focus on those specific options.

- What are People Doing Now?
- What are People Interested in Doing?
- What are the Perceived Impediments to Doing Pro Bono?

### *The Company*

Also, research your organization's corporate social responsibility (CSR) or foundation goals and efforts. To the extent you can coordinate efforts (See [Intersection of CSR and Pro Bono](#)), you will not only be more likely to obtain management support, but once you launch your pro bono program, it may be more impactful on the intended beneficiaries and create ancillary benefits to your organization such as an increased sense of community across departments.

- What are the CSR and Foundation Goals and Efforts?
- Are There Opportunities to Coordinate?

### 3. Examine the Needs of the Community and Identify Opportunities and Partners

Before your legal department proceeds any further, familiarize yourself with the unmet legal needs in the communities in which your legal department operates. Learn about local and national pro bono providers (legal services organizations that screen and place pro bono cases, law firms that have strong pro bono programs, community development groups and nonprofit organizations) and the types of matters for which they most desperately need volunteers. These will be the most abundantly available matters and those through which your legal department may have the greatest impact. In addition, consider what other law departments in your area are doing (See [CPBO Best Practices Profiles](#)) and contact your local [ACC Chapters](#) to determine what pro bono activities they may have planned.

Inquire specifically about transactional pro bono opportunities, discreet and time-limited pro bono projects, as well as other pro bono projects that address issues or concerns your colleagues raised in response to the pro bono survey. Use this time to assess the landscape and obtain answers to your questions. Corporate Pro Bono and the Pro Bono Institute can also help you to locate legal needs studies and identify key public interest organizations and community groups.

- Legal Services Providers
- Law Firms
- Community Development Groups
- Other Nonprofit Organizations
- In-House Law Departments
- ACC Chapters

We also recommend that you speak with your CSR or foundation colleagues about the organizations they support and their needs. Again, investigate whether there are opportunities for your legal department to provide legal assistance to complement programs and services already supported by your company (keeping in mind potential conflict issues) or research opportunities that relate to the same focus areas as your company's philanthropic efforts.

#### 4. Clarify the Scope and Goals of Your Program

Before delving too far, clarify the vision your department has for its pro bono initiatives. This will inform the choices you make as you create and develop your program.

##### *Nature and Scope of Engagements*

One area for you to focus is the nature and scope of engagements your department's program will support. Generally, there are two types of programs: cafeteria style programs and signature pro bono programs. A cafeteria style program empowers members of the legal department to provide legal services to individuals or organizations of their choosing. Departments may impose certain limits, such as developing a list of approved pro bono providers, but within those limits legal staff has the opportunity to pursue a wide range of pro bono projects. Alternatively, a signature pro bono program allows a department to focus its pro bono activities on one or more specific areas of the law or population, such as education or veterans, increasing the department's ability to impact a specific legal need. (See [Signature Projects: A Pro Bono Model of Focus and Commitment](#)) Many departments have adopted a hybrid model, offering legal staff the opportunity to pursue their individual passions, while sponsoring several signature initiatives that the department as a whole supports and promotes.

- Cafeteria Style Program
- Signature Pro Bono Program
- Hybrid Pro Bono Program

##### *Breadth of the Program*

For departments that have offices around the world, deciding whether your program will initially be available to all legal staff or will start where the majority of your lawyers are located is an important step. Many larger legal departments launch their programs in one or two of their bigger offices and then expand to other offices as the programs mature. However, some departments have launched global programs that engage the majority of offices from the start, regardless of location.

- Local Program

- National Program
- Global Program

In addition, all departments (regardless of size) should determine whether their pro bono program will be limited to attorney volunteers or [engage the entire legal department](#), including paralegals, contract and compliance specialists, and other support and professional staff. Most legal departments engage all legal staff in the administration and implementation of the departments' efforts. By doing so, departments are able to increase capacity, promote teambuilding, and add additional skills to their programs.

- Engage Non-Lawyer Staff

### *Goals of the Program*

Finally, you should consider the objectives of your pro bono program. For most departments, a number of reasons lead them to formalize their pro bono efforts. As a result, their programs have several goals. They may include addressing a pressing legal need in the community, uniting legal staff and boosting morale, providing creative opportunities to develop new skills or work cross-functionally, and offering opportunities to efficiently satisfy professional and ethical obligations. Identifying all of the goals of your program will inform the structure and initiatives your department puts in place.

- Impact Community Need
- Unite the Department
- Boost Morale and Increase Engagement
- Work Cross-Functionally / Enhance Skills
- Satisfy Professional and Ethical Obligations

## **Phase II: Building Infrastructure**

Developing a formal structure for your pro bono program will allow you and your colleagues to focus more on the substantive pro bono work once the program is launched. In addition, a solid structure helps ensure a consistent level of quality in the projects undertaken and reduces volunteer confusion and frustration.

To create the right structure for your pro bono program, we recommend that you examine a variety of factors, including department size, location, and corporate culture. We also recommend that you consider some of the ethical and liability issues involved in pro bono work (malpractice insurance, multijurisdictional practice, and conflicts of interest).

## 5. Develop a Structure to Achieve Goals

### *Pro Bono Coordinator and Committee*

The first question you may have is who is going to create and maintain the structure to manage the pro bono program. Regardless of the size of your department or the type of the program you create, designating at least one person to direct and coordinate the management of the pro bono program is essential. This person works to establish the pro bono program structure, sometimes with the assistance of a pro bono committee. He or she is the primary point of contact for the pro bono program and generally administers the program. ([Request Sample Job Description](#))

In addition, some legal departments form a pro bono committee or task force. These working groups are usually comprised of attorney and non-attorney staff, and often have representation from each office or other subgroup that the department may use for organization. Especially in larger departments, the committee can serve as a valuable resource and assist the pro bono chair or coordinator in the administration of the program, which may include tasks such as managing a listing of pro bono opportunities, disseminating information, overseeing logistical aspects of the program, communicating with partners, and planning recognition events. ([Request Sample Job Responsibilities](#))

Serving in these positions can be a great way for members of the legal department to get more involved and work with others with whom they would not typically interact.

- Designate a Coordinator(s)
- Form a Committee/Working Group

### *Work Plan*

The next question you may have is how you will create the structure to manage the pro bono program. In addition to this guide, we have created a sample work plan that covers many of the items addressed herein and outlines tasks to consider as you build your pro bono program. ([Request Sample Work Plan](#)) We encourage you to use this work plan as another guide and to tailor it as appropriate for your department and its pro bono program.

### *Intranet*

To help manage and organize their pro bono efforts, some departments add pro bono focused pages to existing intranet sites or create a pro bono intranet to house information about the program and keep track of the program's progress. An intranet site is a useful place to post pro bono opportunities, policies, form documents, training materials, and other relevant information. Creating a central location where legal staff can go to find answers to questions helps to ease administration of the pro bono program and provides a place to share success stories about your department's efforts.

## *Budget*

To support your work, you may need to determine the funds available to your in-house pro bono program. It does not take a lot of money to run a program, but it is not for free and, depending upon what you have in mind, there could be more expenses than you have considered. (See [Planning Your In-House Pro Bono Budget](#))

## 6. Draft Documents

### *Policy and Procedures*

A pro bono policy can be a very effective tool in defining expectations and setting goals for your program. Whether or not your department chooses to adopt a policy depends on your objectives and departmental culture. Some departments, for instance, see no need for a pro bono policy because they view pro bono as falling under the company's general policy on volunteerism. Others have carefully outlined each element of their department's pro bono program in a separate policy.

In any case, volunteers will have questions and it is useful to put the answers to these questions in writing, whether as guidelines, an informal frequently asked questions document, or a more formal pro bono policy. (See [Form FAQs](#) and [Sample Policies](#)) This will provide clarity and direction to interested volunteers and legal staff. (See [Pro Bono Policy Questions to Ask](#))

- FAQs
- Pro Bono Policy
- Pro Bono Guidelines

### *Sample Matter Forms*

There may be other documents that you will need for the administration of your program. For instance, if members of the legal departments must request approval of projects, you may want a form for them to use in making such a request. ([Request Sample Intake Form](#)) Then, if approved, you may need an engagement letter for direct representation matters. ([Request Form Engagement Letter](#)) When the matter is over, we advise sending a termination letter to the client. ([Request Form Termination Letter](#)) You also may want to submit a matter closing form to the pro bono program's leadership. ([Request Sample Matter Closing Form](#))

- Intake Form
- Engagement Letter
- Termination Letter
- Matter Closing Form

## 7. Address Ethical and Liability Issues

There are several ethical and liability issues involved in pro bono work that a department must consider when structuring its program.

### *Right to Practice Restrictions*

Many in-house lawyers are not admitted to practice law in the jurisdictions where they work. Most states permit these lawyers to work for their employers, often through a registration or authorization process, but restrict the ability of these lawyers to provide pro bono services to underserved communities. Determine where the attorneys in your legal department are licensed and review the applicable state practice rules to make sure your program is in compliance with those rules. For a guide of important information regarding multi-jurisdictional practice issues in the pro bono context, see [Multijurisdictional Practice: In-House Pro Bono](#).

- Chart Where Members of Your Department are Licensed
- Review Applicable State Rules
- Consider Impact on Project Selection

### *Malpractice Insurance*

In-house attorneys providing pro bono work are not always covered under their companies' general indemnification policies or their insurance policies. Luckily, obtaining such insurance coverage is relatively easy and affordable, whether through the company's provider or through another organization that offers insurance coverage for pro bono work. In addition, many legal services providers offer insurance coverage to their pro bono volunteers, so affiliation with such groups will often resolve this issue. For a complete discussion on the range of available insurance options, please refer to [Professional Liability Insurance for In-House Pro Bono](#).

- Company's Indemnification Policy
- Pro Bono Insurance Policy
- Self-Insure
- Legal Services Provider Insurance Policy

### *Conflicts of Interest*

Generally, there are two types of conflicts of interest that legal departments should consider when forming a pro bono program: direct conflicts of interest and positional or business conflicts.

Unlike law firms, which represent numerous clients with potentially adverse interests, in-house departments usually do not need complex clearing procedures to monitor direct conflicts. However, when it comes to pro bono work, direct conflicts may arise. This risk does not have to pose an intractable problem. With clear intake tracking procedures for pro bono matters and a good measure of common sense, your legal department should be able to avoid direct conflicts.

To prevent positional or business conflicts, it may be advisable for some legal departments to avoid certain types of pro bono matters. For example, banking institutions may decide to prohibit volunteers from handling certain consumer-law-related issues. Some legal departments have pro bono policies that clearly spell out their procedure for clearing and avoiding conflicts. Other departments leave it to the personal judgment of each attorney. The best approach for



your department will depend on your company's line of business, culture, and available pro bono opportunities. ([Request Sample Conflicts Provisions](#))

- Direct Conflicts of Interest
- Business or Positional Conflicts of Interest

## 8. Secure Partnership Relationship

When you are ready, your legal department may want to explore establishing a pro bono partnership with one or more of your law firm affiliates or legal services providers for a variety of strategic reasons. First, law firms and legal services providers can train your attorneys in the relevant subject matter (family law, housing law, etc.), and also serve as a resource when complex issues arise. Second, your legal department may not have the resources to administer a large pro bono program, whereas, law firms and legal services providers are often able to provide the administrative support for pro bono projects, including the screening of potential cases. Third, legal services providers may also provide malpractice insurance.

You also might consider collaborating with other legal departments or with your local ACC Chapter, which can increase the number of volunteers available. It also spreads out administrative responsibilities over a larger group. Most importantly, you may have a greater impact on the issues you are trying to address in your community.

- Law Firm Partner
- Legal Services Provider Partner
- Collaboration with other Legal Departments

When forming a pro bono partnership, whether with a legal services provider, law firm, or another legal department, you should clarify and understand the expectations of all parties involved. Some departments have drafted memorandum to define the relationship. Other departments have taken a less formal approach, but require partner organizations to maintain regular communication with the departments' pro bono coordinator or committee. Ensuring the success of a pro bono partnership will require care and effort. ([Request Sample Memorandum of Understanding](#))

- Clarify Expectations
- Communicate Regularly
- Draft Partnership Memorandum of Understanding

## **Phase III: Implementation and Launch**

### 9. Confirm Pro Bono Projects and Engagements

Selecting projects for your legal department can be challenging. There are a variety of available opportunities that range dramatically in terms of clients, area of law, type of case, and level of time commitment. Selecting among them involves balancing the interests and concerns of your company, department, and legal staff, with the needs of the communities in which you work, and

the opportunities available. This can be a daunting task. The good news is that pro bono is not static and that programs can and should evolve over time.

### *Finite and Manageable Pro Bono*

One common concern for in-house pro bono programs, particularly start up programs, is finding matters that fit the work demands of legal departments. Many in-house lawyers have unpredictable schedules which makes it desirable for their departments to identify and offer legal staff pro bono matters that are finite or reliably scheduled. Fortunately, these types of opportunities are available or can be put in place and range from telephone hotlines to brief advice clinics, like [CPBO's Clinic in a Box® program](#), to community legal education seminars. There also are many meaningful desktop pro bono projects that do not require travel and are ideal for legal staff in law departments located in areas not easily accessible to most pro bono opportunities or clients.

- Legal Hotlines
- Pro Bono Clinics
- Community Legal Education Seminars
- Desktop Pro Bono

### *Longer Term Engagements*

While finite and time manageable pro bono engagements are important, you also should consider identifying longer term pro bono engagements. Just as there are many finite pro bono opportunities, there is a wealth of longer term projects that are ideal for legal departments, regardless of size. This includes traditional litigation based pro bono projects where volunteers provide direct representation to individual clients. It also includes policy advocacy, offering ongoing advice and counsel to nonprofit organizations or small business owners, and legal research projects. As your volunteers become more experienced and your program matures, providing legal staff longer term projects may become a significant goal.

- Policy Advocacy
- Direct Representation
- General Counsel Services

### *Training and Support*

To ensure that your volunteers are comfortable and well prepared to work on a pro bono engagement, you should offer training materials and programs. Most legal services providers and law firm pro bono partners can organize and host training opportunities for your department. Another way to provide support to your volunteers is to allow them to work in teams within the department. This also is a great way to involve non-lawyers in your pro bono matters.

- Pro Bono Partner Organizations
- Pro Bono Teaming

## 10. Engage Your Legal Department

Whether through your department's intranet, regular emails, an e-newsletter, award ceremonies at department meetings, videos, or an annual report, your program should develop a communications strategy to keep legal staff informed and engaged. There is no need to recreate the wheel; many legal departments utilize existing communications vehicles. The key is to use the most effective tools at your disposal and to integrate pro bono into the culture of your legal department, including working with your company's communication department to publicize the successes of your program, internally and externally.

You should not overlook the personal touch when engaging volunteers. Many in-house attorneys and legal staff may be nervous about providing pro bono services. Hearing stories from those who volunteer will inspire others and will confirm that it is possible – legal staff can use their unique skills to make a difference.

- Intranet
- Emails
- Newsletters
- Awards
- Videos
- Annual Report
- Personal Appeals

## 11. Measure the Impact of Your Pro Bono Program

It is important that departments measure the success of their programs. Metrics is the practice of measuring and evaluating effectiveness, and CPBO advocates the application of this well-established business principle to in-house pro bono work. We recommend measuring the success of your program in three areas: core performance and productivity, benefits to the clients and community, and benefits to the company. ([Request Metrics Toolkit](#)) We also encourage companies to join the [Corporate Pro Bono Challenge® initiative](#), which was designed by CPBO to identify, benchmark, and communicate a company's commitment to pro bono service. (See [Challenge FAQs](#) and [List of Challenge Signatories](#))

- Core Performance
- Social Good Benefits
- Business Benefits
- Corporate Pro Bono Challenge® Initiative

There are a number of tools you can use to measure the success of your program, including requesting information from volunteers through online reporting systems, surveys, closing matter forms, and self-evaluations or performance reviews. ([Request Sample Matter Outcome Form](#)) We also encourage departments to revise existing systems to include pro bono to make tracking pro bono easier.

- Matter Management System

- Closing Forms
- Surveys
- Self-Evaluation Reviews

## 12. Launching Your Program

Many departments elect to host kick-off events, such as a pro bono lunch or reception, at which the general counsel offers his or her endorsement of the newly launched program. At the event, you can introduce future volunteers to the pro bono committee members, discuss the goals of the program, and explain to attorneys and other legal department staff the procedure for taking on pro bono projects. You may also invite local law firms and legal services providers to give presentations regarding available pro bono opportunities.

To provide momentum, your launch should include clearly defined next steps for volunteers to ensure that they are engaged and to promote involvement. You may decide to announce upcoming training programs or pro bono opportunities or to integrate training into your program launch. A few departments have hosted pro bono clinics at the launch of their program. That is one way to generate enthusiasm and, if repeated on an annual or semi-annual basis, maintain program momentum.

- Highlight Management Support for the Program
- Discuss Goals and Provide Information
- Encourage Involvement with Next Steps

### **Post Launch: Evaluate and Assess**

Now that your program is launched, we encourage you to revisit it periodically to reassesses, re-evaluate, and, if necessary, restructure. You may discover that your goals for the program have changed, that it is time to identify new opportunities in the community, create new partnership relationships or expand the breadth of pro bono opportunities your company provides. You may have new questions and concerns. CPBO offers a range of information, materials, and support for departments that are expanding or maturing their pro bono effort.

\* \* \*

For more information about how CPBO can help, visit our website at [www.cpbo.org](http://www.cpbo.org). For assistance with starting your organization's pro bono program, please contact CPBO Director Eve Runyon at (202) 662-6694 or [erunyon@probonoinst.org](mailto:erunyon@probonoinst.org).

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## PROFESSIONAL LIABILITY INSURANCE FOR IN-HOUSE PRO BONO

While in-house pro bono has grown dramatically in recent years, obstacles, both real and perceived, still exist, including concerns about professional liability or malpractice insurance, as it is often referred to by in-house counsel. While claims related to pro bono legal services are rare, it is a concern to many in-house volunteers and their employers, which, unlike law firms, do not typically carry such insurance. The good news is that there are several options for legal departments to address the risks associated with professional liability concerns:

### I. Work with a Legal Services Provider

One option is to engage in pro bono opportunities in coordination with a legal services provider that supplies insurance coverage for those who volunteer with the organization on a sponsored pro bono program. The amount and scope of coverage may differ among legal services providers. Of particular concern for in-house departments is whether coverage of non-lawyer volunteers is provided. Not all legal services providers supply such coverage so it is important to check before starting a project.

<b>Benefits:</b>	<ul style="list-style-type: none"><li>• no cost to the legal department</li><li>• legal department bears no responsibility for obtaining and managing coverage</li></ul>
<b>Drawbacks:</b>	<ul style="list-style-type: none"><li>• volunteers are limited to projects sponsored by legal services provider</li><li>• departments are limited to coverage provided by legal services provider</li></ul>

### II. Obtain Coverage Directly from an Insurer

Another option a legal department may choose is to work with its company's broker to obtain insurance directly from an insurer. Many insurance companies offer what is referred to as employed lawyers professional liability (ELPL) insurance, which can cover a variety of risks, including those associated with pro bono. In fact, some legal departments may already have this coverage. It is important for in-house counsel to talk with their risk managers or other colleagues responsible for insurance. If a legal department does not already have insurance that covers liability arising from pro bono work, there are several ways in which to obtain such coverage.

#### Add an Endorsement to Existing Policy

Some companies purchase directors and officers liability (D&O), or errors and omissions (E&O) insurance. If so, their insurer may be willing to add an endorsement to the company's existing policy to provide coverage for little or no cost. Such coverage will likely be subject to a sublimit of \$1 - \$5 million of coverage. It is important to verify that such an endorsement expressly includes pro bono work.

<b>Benefits:</b>	<ul style="list-style-type: none"> <li>• legal department has flexibility with regard to the projects undertaken</li> <li>• could include worldwide coverage</li> </ul>
<b>Drawbacks:</b>	<ul style="list-style-type: none"> <li>• possible increased premium</li> <li>• policy limits shared with existing liabilities</li> </ul>

### Purchase a Standalone Policy

In lieu of adding an endorsement to an existing policy, a standalone ELPL insurance policy may be purchased. Many ELPL policies provide coverage not only for work performed for the insureds' employer but also for pro bono work. In addition, it is possible to purchase a pro bono specific ELPL policy. While there are no standard policies of this nature, several insurance companies have form endorsements that will modify a standard ELPL policy to cover claims resulting from pro bono work exclusively. Such policies typically provide \$1 - \$5 million of coverage. For smaller legal departments, the annual premium for a policy providing \$1 million of coverage ranges from \$1,500 to \$3,000, depending on the policy limits, terms of coverage, and risk profile of the insured, which includes the size of the legal department and the specifics of its pro bono program.

<b>Benefits:</b>	<ul style="list-style-type: none"> <li>• legal department has flexibility with regard to the projects undertaken</li> <li>• could include worldwide coverage</li> <li>• policy limits dedicated to liability associated with pro bono</li> <li>• does not require an underlying policy</li> </ul>
<b>Drawbacks:</b>	<ul style="list-style-type: none"> <li>• premium</li> </ul>

### III. Obtain Coverage from Outside Resource

[The National Legal Aid & Defender Association \(NLADA\)](#) is a non-profit member association dedicated to increasing legal services for those who cannot afford counsel. One of the products and services NLADA offers its members is the opportunity to purchase Lawyers Professional Liability Insurance through the NLADA Insurance Program. As of June 2012, 1,100 members purchase such insurance, which is provided by Hanover Insurance Group. Annual NLADA membership dues for legal departments are typically around \$2,000. The Lawyers Professional Liability Policy offers up to \$5 million in limits. The typical annual premium for such coverage currently ranges from \$1,000 to \$2,500, depending on the policy limits, terms of coverage, and risk profile of the insured, which includes the size of the legal department and the specifics of its pro bono program.

<b>Benefits:</b>	<ul style="list-style-type: none"> <li>• legal department has flexibility with regard to the projects undertaken</li> <li>• coverage negotiated by NLADA</li> <li>• policy limits dedicated to liability associated with pro bono</li> </ul>
<b>Drawbacks:</b>	<ul style="list-style-type: none"> <li>• payment of premium and membership dues</li> <li>• coverage is subject to policy terms and conditions, and may have limitations on coverage for work performed outside of the U.S.</li> </ul>

#### IV. Self-Insure

Some companies self-insure for many potential liabilities and are not inclined to purchase insurance. While a company's risk management department may be comfortable assuming the risks associated with pro bono legal services, members of the legal department who volunteer may still be concerned. In those circumstances, legal departments may consider issuing a letter or statement to volunteers expressly providing that the company will cover any risks.

#### Considerations

Many legal departments have selected one or some combination of the options described above. Which option listed above is right for a particular legal department depends on the needs of its pro bono program and its company's existing insurance program. We recommend in-house counsel speak with their company's risk manager. In doing so, it is important to consider how the terms of any policy will interact with the structure of the legal department's pro bono program. For instance, some insurance policies require that pro bono work be "provided on behalf of the named insured." If a company with such an insurance policy also has a pro bono policy which states that all volunteers act on their own behalf and not in their capacity as employees of the company, the pro bono policy and insurance policy may be at odds. In addition, many legal departments' pro bono programs engage all members, attorneys and non-attorneys, located both in the U.S. and abroad. Legal departments interested in coverage of all participants in all locations should verify the terms of the applicable insurance policy.

#### Providers

Insurance companies come in and out of various markets. Insurers that currently provide ELPL insurance are:

- [ACE](#)
- [Brunswick](#)
- [Chartis](#)
- [Chubb](#)
- [The Hartford](#)
- [Hiscox](#)
- [OneBeacon](#)
- [Philadelphia Insurance Companies](#)
- [Zurich](#)

Chubb has readily available endorsements to tailor its ELPL policies to pro bono policies if desired. Other insurers may be willing to do so as well.

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## **MULTIJURISDICTIONAL PRACTICE IN THE U.S.: IN-HOUSE COUNSEL PRO BONO**

Multijurisdictional practice rules pose a significant obstacle for many in-house attorneys participating in pro bono activities. Numerous in-house attorneys, though admitted and in good standing in one or more U.S. jurisdictions, are not licensed in the states in which they currently work. The practice rules in all but a few states permit in-house counsel licensed in other U.S. jurisdictions to represent their in-state employer, often through a registration or similar certification process, but many of these rules limit representation to the employer-client.<sup>1</sup> Some states provide pro bono exemptions, allowing non-locally licensed in-house counsel (“registered in-house counsel”)<sup>2</sup> to provide pro bono. However, a large number do not expressly permit these lawyers to practice in pro bono matters. And many of those jurisdictions that do subject registered in-house counsel to a number of restrictions, such as mandating that pro bono legal services be provided only in association with an approved organization or under the supervision of a locally licensed lawyer.

In recent years, a number of states have re-evaluated their rules and amended them to reduce or eliminate limitations on in-house pro bono service. More states are following suit. Currently, four jurisdictions have adopted provisions that eliminate restrictions and permit registered in-house counsel to engage in pro bono broadly while protecting clients and requiring lawyer competency – Colorado, Illinois, New York, and Virginia.

### **Growth of In-house Pro Bono**

Over the past decade, in-house pro bono has grown tremendously. Many of the Fortune 500 companies and a majority of the Fortune 100 companies have either set up or are moving to establish formal pro bono programs for the lawyers in their legal departments. In addition, lawyers in smaller companies and legal departments engage in pro bono legal services through opportunities organized by Corporate Pro Bono (CPBO), ACC Chapters, legal service providers, bar associations, and other organizations.

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<sup>1</sup> In 2002, the American Bar Association (ABA) amended ABA Model Rule 5.5 Unauthorized Practice Of Law; Multijurisdictional Practice Of Law to authorize in-house counsel, licensed and in good standing in at least one U.S. jurisdiction, to practice for their employers without becoming admitted to the local bar and without registering or obtaining certification from the bar or court. Several jurisdictions have adopted the amended model rule. Most others have adopted rules that provide that non-locally licensed in-house counsel may work for their employer, but require them to register or obtain certification to do so. Only a few jurisdictions provide no exemption for non-locally licensed in-house counsel.

<sup>2</sup> For simplicity, this paper refers to all non-locally licensed in-house attorneys who practice in a jurisdiction that has adopted Model Rule 5.5 or a similar practice rule as “registered in-house counsel.”



The pool of registered in-house counsel who may participate in pro bono numbers in the thousands. In the following select jurisdictions, registered in-house counsel authorized to work in state for their employer number:

- more than 900 in Connecticut
- more than 250 in Colorado
- more than 350 in Delaware
- more than 700 in Florida
- more than 400 in Illinois
- more than 250 in Massachusetts
- more than 450 in New York
- more than 300 in Ohio
- more than 300 in Pennsylvania
- more than 850 in Virginia

### **Actions to Change Practice Rules**

In recent years, there have been a number of efforts to encourage states to change to their practice rules so that registered in-house counsel may engage in pro bono services more freely.

#### State Practice Rules

In-house counsel in Virginia worked to amend Virginia's practice rules to allow non-locally licensed in-house counsel authorized to work for their employer to also provide pro bono services. In 2006, Virginia adopted a rule that allowed its registered in-house counsel to provide pro bono services but only in partnership with an approved organization and under the supervision of a Virginia licensed lawyer among other restrictions. These limitations made pro bono practice impractical for many registered in-house counsel and limited the amount of pro bono provided to those in need in Virginia.

In the spring of 2010, following an access to justice summit hosted by the Virginia Supreme Court, lawyers from the Virginia State Bar, Virginia Bar Association, and the Association of Corporate Counsel worked with CPBO to submit a proposed amendment to the practice rules that the Virginia Supreme Court passed in 2011. Now, registered in-house attorneys may provide pro bono broadly, subject to the Virginia Rules of Professional Conduct.

Other states have made recent changes to their practice rules, including Connecticut, Iowa, Massachusetts, and Minnesota, that allow for greater in-house pro bono involvement. However, unlike in Virginia, the rules in these jurisdictions impose several restrictions that narrow in-house pro bono engagement and limit the number of clients served.

Recently Illinois, like Virginia, amended its existing registered in-house counsel provision to remove these types of restrictions and permit Illinois registered in-house counsel to provide pro bono broadly. Now, four states – Colorado, Illinois, New York, and Virginia – have adopted rules that ease limitations on registered in-house counsel's ability to provide pro bono legal services while protecting clients and requiring lawyer competency. These provisions serve as [models for other jurisdictions](#).

## Conference of Chief Justices

In July 2012, the Conference of Chief Justices passed Resolution 11 “[In Support of Practice Rules Enabling In-House Counsel to Provide Pro Bono Legal Services](#)” asking CCJ members to “consider promoting the expansion of pro bono legal services, including by amending the practice rules to allow non-locally licensed in-house counsel who are permitted to work for their employer to also provide pro bono legal services subject to the local rules of professional conduct.”

### **Current Status of In-House Pro Bono Exceptions and Rules**

Below is a jurisdiction-by-jurisdiction<sup>3</sup> chart of the multijurisdictional practice rules applicable to non-locally licensed in-house counsel providing pro bono with a brief description of the terms of the rule and a link to the actual provisions. In sum, the number of jurisdictions that currently:

- permit in-house counsel who are not locally licensed (“registered in-house counsel”) to work for their employer under an unauthorized practice of law exception: **47**;
- allow registered in-house counsel to engage in pro bono legal services broadly, subject to the local professional rules of conduct: **4**.
- allow registered in-house counsel to provide pro bono legal services, only if “associated with” or “affiliated with” approved legal services organizations **or** under the supervision of a locally licensed attorney: **4**;
- allow registered in-house counsel to provide pro bono legal services, only if “associated with” or “affiliated with” approved legal services organizations: **9**;
- allow registered in-house counsel to provide pro bono legal services, only if “associated with” or “affiliated with” approved legal services organizations **and** under the supervision of a locally licensed attorney: **4**;
- are silent with regard to registered in-house counsel providing pro bono legal services **but** allow out-of-state lawyers, including in-house counsel, to provide pro bono legal services subject to a number of restrictions, which may include “associated with” or “affiliated with” approved legal services organizations, under the supervision of a locally licensed lawyer, and other limitations: **11**; and
- are silent with regard to registered in-house counsel **and** out-of-state lawyers providing pro bono legal services: **19**.

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<sup>3</sup> This summary includes the fifty states and the District of Columbia. It does not include U.S. territories.

## Options That Do Not Require Local Bar Admission

### Out-of-State Attorney Provisions

A number of jurisdictions allow attorneys who are licensed out-of-state, including in-house counsel, to provide pro bono. Non-locally licensed in-house counsel in jurisdictions that do not expressly permit their pro bono participation may practice under these provisions. However, many of these rules impose more restrictions than those adopted specifically for in-house counsel, including being “associated with” or “affiliated with” approved legal services organizations and/or working under the supervision of a locally licensed attorney, as well as time limitations (as short as 90 days).

### Certain Pro Bono Matters

In-house counsel located in jurisdictions that do not expressly permit their involvement in pro bono may nonetheless be able to perform certain types of pro bono matters. These attorneys will need to focus on pro bono options that do not technically involve the practice of law, include practicing under the close supervision of an attorney licensed within the jurisdiction, or for which admission to the state bar is not otherwise required.

Some examples are:

- Dispute Resolution
- Intake and Screening
- Special Administrative Cases (including, but not limited to: Immigration, IRS, Medicaid, Military Discharge Upgrade, School Board Hearings, Social Security Benefits, Unemployment Insurance, Veterans’ Appeals, Welfare, Special Education)

Please note that while these general categories of work may not be considered the practice of law for the purpose of local bar rules, attorneys should consult the rules and counsel in the state in which they wish to do pro bono work. Some states consider the practice of law to include any and all work performed by a lawyer for a client, and thus, might not agree that this work does not require local admission. Also, be aware that under some policies, in order to qualify for the protections of malpractice insurance, an attorney must be in a lawyer-client relationship. In these circumstances, if a disgruntled recipient of services decides to sue the attorney, that attorney may not be able to argue that he/she was not practicing law for purposes of admission, but that he/she was for purposes of liability coverage.

*Pro hac vice* admission is also available to in-house attorneys interested in doing pro bono work on litigation matters, but is often a cumbersome and time consuming process.

\* \* \*

In an effort to share interests, ideas, and best practices learned from experiences like those in Virginia, and to create a broad-based approach to this obstacle, CPBO, a global partnership project of ACC and the Pro Bono Institute designed to support in-house pro bono in their efforts to do pro bono work, has formed a task force composed of in-house counsel from jurisdictions impacted by these restrictive rules. Legal departments and in-house lawyers interested in participating in, or learning more about, the task force should contact Eve Runyon, CPBO Director, at [erunyon@probonoinst.org](mailto:erunyon@probonoinst.org).

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### Summary of Multijurisdictional Practice Rules by State<sup>4</sup>

State	In-House Registration/Certification Requirement	Rule on Registered In-House Counsel Pro Bono Practice	Rule on Out-of-State Attorneys Providing Pro bono <sup>5</sup>	Pro Bono Provision <sup>6</sup>
Alabama	Yes	No	No	N/A
Alaska	No**	No	No	N/A
Arizona	Yes	AZ. Sup. Ct. <a href="#">Rule 38(i)(10)</a> and <a href="#">Rule 38(e)</a>	N/A	Registered in-house counsel may provide assistance as an unpaid volunteer in association with an approved legal services organization that employs at least one Arizona admitted attorney. Must be admitted to practice in another jurisdiction for at least 5 years.
Arkansas	No**	No	<a href="#">Administrative Order No. 15</a>	Out-of-state attorneys may provide pro bono services to persons of limited means who have been referred to the attorney by an authorized legal aid organization. Representation shall be under the auspices of the authorized legal aid organization.
California	Yes	Cal Rules of Court <a href="#">Rule 9.45</a> and <a href="#">Rule 9.46</a>	N/A	Registered in-house counsel may provide pro bono services while working under the supervision of one qualifying legal services provider. Counsel must apply to be a registered legal aid lawyer. Practice is permissible for no more than three years.
Colorado	Yes	<a href="#">C.R.C.P 222</a>	N/A	Certified in-house counsel may provide voluntary pro bono service to indigent persons and organizations serving indigent persons.
Connecticut	Yes	<a href="#">Sec. 2-15A(c)(5)</a>	N/A	Registered in-house counsel may provide pro bono legal services offered under the auspices of organized legal aid societies, or state/local bar association projects, or provided under the supervision of a member of the Connecticut Bar who is also working on the pro bono representation.
Delaware	Yes	<a href="#">Del. Sup. Ct. Rule 55.1(g)</a>	N/A	Registered in-house counsel may participate in the provision of any and all legal services pro bono publico in Delaware offered under the auspices of organized legal aid societies, or state/local bar association projects, or provided under the supervision of a member of the Delaware Bar who is also working on the pro bono representation.

<sup>4</sup> Some rules include additional restrictions. See the text of the actual rules for complete information.

<sup>5</sup> The chart notes out-of-state pro bono rules *only* for those jurisdictions that do not have a rule regarding registered in-house pro bono.

<sup>6</sup> All jurisdictions with a pro bono provision require that the attorney must be qualified and in good standing in one or more U.S. jurisdictions; therefore, we have not repeated this requirement for each. Some rules include additional restrictions. See the text of the actual rules for complete information.

\* These states do not make exceptions or allowances for non-locally licensed in-house counsel.

\*\*These states allow non-locally licensed in-house counsel to practice for their employer without registering.

State	In-House Registration/Certification Requirement	Rule on Registered In-House Counsel Pro Bono Practice	Rule on Out-of-State Attorneys Providing Pro bono <sup>5</sup>	Pro Bono Provision <sup>6</sup>
District of Columbia	No**	<a href="#">D.C. App. Rule 49 (c)(9)(D)</a> (effective September 1, 2014)	<a href="#">N/A</a>	In-house counsel who qualify as “internal counsel” may provide pro bono legal services if assigned or referred by an organization that provides legal services to the public without fee; provided that the individual is supervised by an active member of the D.C. Bar.
Florida	Yes	<a href="#">Fla. Bar Reg. Rules 12 and 17-1.3(a)(4)</a>	N/A	In-house counsel certified as “authorized house counsel” may provide pro bono legal services as an “emeritus attorney” if: (i) receives approval from the Clerk of the Supreme Court, (ii) works in association with an approved legal aid organization, and (iii) works under the supervision of a Florida Bar member. If appearing in court or an administrative tribunal, the client and supervising attorney must provide written consent. The supervising attorney must sign all documents filed in any court or administrative tribunal.
Georgia	No**	No	<a href="#">Ga. Sup. Ct. 114-120</a>	Out-of-state attorneys may apply to provide pro bono services if supervised by a licensed practicing attorney who is employed by or volunteers with an enumerated organization. Valid for a period not to exceed 18 months.
Hawaii	No*	No	No	N/A
Idaho	Yes	No	No	N/A
Illinois	Yes	<a href="#">Ill. Sup. Ct. Rule 716(g)</a>	N/A	Registered in-house counsel may provide voluntary pro bono public services as defined in Rule 756(f) of the Illinois Rules on Admission and Discipline of Attorneys.
Indiana	Yes	No	No	N/A
Iowa	Yes	<a href="#">Iowa Court Rule 31.16</a>	N/A	Registered in-house attorneys are authorized to provide pro bono legal services through an established not-for-profit bar association pro bono program, or legal services program, or through such organization(s) specifically authorized in the state.
Kansas	Yes	No	No	N/A
Kentucky	Yes	No	No	N/A
Louisiana	Yes	No	No	N/A
Maine	No**	No	No	N/A
Maryland	No**	No	<a href="#">Md. Bar Adm. Rule 15</a>	Out-of-state attorneys may be certified to provide pro bono legal assistance, under the supervision of a Maryland Bar member, if associated with an organized legal services program that is sponsored or approved by Legal Aid Bureau and that provides legal assistance to indigents in the state. Limited to 2 years.

State	In-House Registration/Certification Requirement	Rule on Registered In-House Counsel Pro Bono Practice	Rule on Out-of-State Attorneys Providing Pro bono <sup>5</sup>	Pro Bono Provision <sup>6</sup>
Massachusetts	Yes	<a href="#">MA S.J.C. Rule 4:02(9)(b)</a>	N/A	Registered in-house counsel may provide pro bono under the auspices of either (1) an approved legal services organization or (2) a lawyer admitted to practice and in good standing in the Commonwealth of Massachusetts.
Michigan	Yes	No	No	N/A
Minnesota	Yes	<a href="#">MN Rules 9 and 10 for Admission to the Bar</a>	N/A	“House counsel” registered under Rule 10 and “temporary house counsel” registered under Rule 9 may provide pro bono legal services to pro bono clients referred to the lawyer through an approved legal services provider.
Mississippi	No*	No	<a href="#">MRAP 46(f)</a>	Out-of-state attorneys may provide pro bono services under the supervision of a qualified legal service provider.
Missouri	Yes	<a href="#">Sup. Ct. Rule 8.105(c) R.S.Mo.</a>	N/A	Registered in-house counsel may engage in pro bono work with an organization approved for this purpose by the Missouri Bar.
Montana	No*	No	No	N/A
Nebraska	Yes	<a href="#">Neb. Ct. R. §3-1201(D)</a>	N/A	Registered in-house counsel may provide pro bono legal services through an established not-for-profit association, pro bono program or legal services program or through such organizations specifically authorized in Nebraska.
Nevada	Yes	No	No	N/A
New Hampshire	No**	No	No	N/A
New Jersey	Yes	No	<a href="#">New Jersey Rule 1:21-3(c)</a>	Out-of-state attorneys may provide volunteer pro bono services, under supervision, through a qualified legal services organization. Counsel must submit a statement by the executive director of the coordinating organization.
New Mexico	Yes	No	<a href="#">NMR 15-301.2(C-F)</a>	Non-admitted attorneys may obtain a non-renewable 3 year legal services limited license to provide assistance to clients of qualified legal service providers.
New York	Yes	<a href="#">22 NYCRR § 522.8</a>	N/A	Registered in-house counsel may provide pro bono legal services in accordance with New York Rules of Professional Conduct rule 6.1(b) and other comparable definitions of pro bono legal services in New York.
North Carolina	No**	No	<a href="#">NC ST 84-8(3)</a>	Out-of-state attorneys permitted by the North Carolina Bar may represent indigent clients on a pro bono basis under the supervision of active members employed by a nonprofit organization qualified to render legal services.

State	In-House Registration/Certification Requirement	Rule on Registered In-House Counsel Pro Bono Practice	Rule on Out-of-State Attorneys Providing Pro bono <sup>5</sup>	Pro Bono Provision <sup>6</sup>
North Dakota	Yes	No	<a href="#">N.D.R. Adm. to Prac. Rule 3.1</a>	Out-of-state attorneys with 5+ years of experience may, upon application, practice as an unpaid volunteer under the supervision of an approved legal services organization so long as that organization employs at least one North Dakota attorney.
Ohio	Yes	No	<a href="#">Ohio Gov. Bar Rule IX</a>	Out-of-state attorneys may apply for a one year Temporary Certification to provide legal services that may be renewed once, if associated with a legal services program that receives funding from the state public defender that provides services solely to indigent clients.
Oklahoma	Yes	No	No	N/A
Oregon	Yes	<a href="#">OR St Bar Rule 16.05(7)(f)</a>	N/A	Registered in-house counsel may provide pro bono legal services through a pro bono program certified by the Oregon State Bar Bylaw 13.2, provided that the attorney has malpractice liability coverage.
Pennsylvania	Yes	<a href="#">PA Bar Rule 302(b)(3)</a>	N/A	Registered in-house counsel may participate in the provision of pro bono services offered under the auspices of organized legal aid societies or state/local bar association projects, or provided under the supervision of bar member who is also working on the pro bono representation.
Rhode Island	Yes	No	<a href="#">RI Sup. Ct. Art. II, Rule 2(e)</a>	Out-of-state attorneys may, upon application, provide assistance when associated with an organized and Supreme Court approved program providing legal services to indigents, which is funded in whole or in part by the federal government or Rhode Island Bar Foundation or sponsored by an ABA law school or the Rhode Island public defender. Limited to 2 years.
South Carolina	Yes	<a href="#">SC App. Ct. Rule 405(l)</a>	N/A	Registered in-house counsel may provide pro bono legal services if associated with an approved legal services organization which receives, or is eligible to receive, funds from the Legal Services Corporation or is working on a case or project through the South Carolina Bar Pro Bono Program; provided that he or she is supervised by a member of the South Carolina Bar.
South Dakota	No**	No	No	N/A
Tennessee	Yes	<a href="#">Tenn. Sup. Ct. Rule 7 § 10.01(c)</a>	N/A	Registered in-house attorneys may provide pro bono legal services through an established not-for-profit bar association, pro bono program or legal services program or through such organization(s) specifically authorized in this jurisdiction.
Texas	Yes	No	No	N/A
Utah	Yes	No	No	N/A



State	In-House Registration/Certification Requirement	Rule on Registered In-House Counsel Pro Bono Practice	Rule on Out-of-State Attorneys Providing Pro bono <sup>5</sup>	Pro Bono Provision <sup>6</sup>
Vermont	No**	No	No	N/A
Virginia	Yes	<a href="#">V.S.C.R. 1A:5 Part 1(g)</a>	N/A	Certified in-house counsel may provide voluntary <i>pro bono publico</i> services in accordance with Rule 6.1 of the Virginia Rules of Professional Conduct.
Washington	Yes (effective Jan. 1, 2014)	<a href="#">Wash. APR Rule 8(f)(8)</a>	N/A	Registered in-house counsel may provide legal services for no fee through a qualified legal services provider for indigent clients. If such services involve representation before a court or tribunal, the lawyer shall seek pro hac vice admission and any fees for such admission shall be waived.
West Virginia	No*	No	<a href="#">W. Va. Admission to the Practice, Rule 9.0</a>	Out-of-state attorneys, upon application, may provide pro bono legal assistance in all causes in which he or she is associated with an organized legal services or public defender program sponsored, approved or recognized by the Board of Law Examiners. An attorney can only practice under this rule for 36 months.
Wisconsin	Yes	<a href="#">SCR 10.03(4)(f)(Comment)</a>	N/A	Registered in-house counsel may provide pro bono legal services to qualified clients of a legal service program.
Wyoming	No**	No	No	N/A

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## Legal department has soft-launched two new initiatives that will grow next year

BY [ASHLEY POST](#) NOVEMBER 28, 2012



Laura Stein and Adam Brink

Trademark counsel Adam Brink was thrilled when Laura Stein came on board as general counsel of The Clorox Co. in 2005. Not only did she bring valuable leadership experience as the former GC of the H.J. Heinz Co., but she also had a passion for pro bono—something he had been wanting to prioritize within the Clorox legal department.

“With her support and encouragement, we set up a pro bono committee and drafted a mission statement,” Brink says.

The committee aimed to have a strong local impact, so it focused on projects benefitting low-income individuals in Oakland, Calif., where Clorox is headquartered.

One of the first places Clorox lawyers got involved was the Family Violence Law Center, which helps victims of domestic violence get restraining orders against their abusers. Soon after, Clorox lawyers also began working on Project Clean Slate at the East Bay Community Law Center, headquartered nearby in Berkeley. The project works with individuals who have criminal records to help them successfully re-enter society. Clorox lawyers assist them in drafting declarations they can present to judges, who can then expunge certain types of criminal offenses from their records so that they have better chances of obtaining jobs or housing.

Clorox lawyers are still involved with the Family Violence Law Center and Project Clean Slate, but Brink says they soon will have even more pro bono options. “We are going

through a refresh right now,” he says. “Our department has grown, and we want to examine how the pro bono program can be improved. Our goal is to find initiatives that enable everybody to feel like they can participate.”

Brink says the committee has soft-launched two new initiatives that will become much larger in 2013. One project is the Housing Negotiation Clinic, through which Clorox lawyers team up with Morrison & Foerster to represent tenants in disputes with their landlords. The other project is volunteering through the California Lawyers for the Arts, which helps people in the arts community with intellectual property-related issues. “About a third of the attorneys in our department focus their time on IP, so this is a good initiative for us,” Brink says.

Brink says there are three reasons Clorox has seen success in its pro bono program. First, the pro bono committee comprises individuals who serve as liaisons between the legal department and the organizations where Clorox lawyers volunteer. “They’re a huge part of this program,” Brink says. “Not only do they volunteer their time, but they also communicate the organizations’ needs and coordinate all the efforts for the department.”

Second, Clorox’s pro bono program doesn’t infringe on employees’ personal time. “Laura wanted to make very clear that these initiatives are during working hours, and it’s valuable enough to the community and Clorox that people take time from their work to volunteer,” Brink says.

Finally, and most importantly, he says, volunteerism is ingrained in Clorox’s culture. “There’s a very real culture of being part of the community here,” he says. “As a lawyer, being part of the community means volunteering, but it also means using our legal skills.”

## EXELON'S PRO BONO PROGRAM EXCELS IN LOCAL COMMUNITIES

*Inside Counsel*

Cathleen Flahardy

July 2011

The folks in the legal department at Exelon Corp. know a thing or two about pro bono work. Since the early 1990s, the company has had in place an informal pro bono program. But in 2002, General Counsel Bill Von Hoene recognized his team's—lawyers and paralegals alike—interest in pro bono work and decided to implement an official initiative.

The program, which is administered by two pro bono coordinators—one in Chicago and one in Philadelphia—who report directly to Von Hoene, offers up the standard corporate pro bono guidelines. But it also has a unique element—it allows participants to credit 50 billable hours a year toward pro bono work (because Exelon is a regulated company, lawyers bill their time similarly to law firms). According to Kevin Stepanuk, associate general counsel and co-chair of the pro bono initiative, this helps attract even more interest to the program.

As co-chair, Stepanuk helps identify law clinics that would be appropriate for in-house counsel. Each year, the department organizes four company-sponsored pro bono events and encourages the team to participate. These clinics include work such as helping the homeless obtain birth certificates, teaching middle and high-school students about working in law and assisting the elderly with end-of-life documents.

For most of these projects, Exelon's legal department partners with a law firm or non-profit organization. "We think it is critical to have that additional support—almost every one of our events is in partnership with law firms or one of the non-profits," Stepanuk says.

Its longest-running partnership has been with Ballard Spahr on the Wills for Heroes program, where attorneys help veterans create wills. "It provides peace of mind to men and women who risk their lives every day to keep us all safe," says Mary Gay Scanlon, executive director, Pro Bono Program, at Ballard Spahr. "This program provides a textbook demonstration of how law firms and in-house counsel can successfully team up to leverage each organization's strengths and expand access to much-needed legal services."

Over the years, Exelon's legal department has received various awards and accolades for its pro bono work from organizations such as the Association of Corporate Counsel, the Pennsylvania Bar Foundation and the American Bar Association. Stepanuk credits Von Hoene and other members of the Exelon executive management team for the program's success because without support from the top, he says, it would be impossible.

But Stepanuk also believes that it simply makes Exelon a better company. "You attract a certain type of lawyer when you have a pro bono program," he says. "Some very talented lawyers are interested in Exelon because they know we offer pro bono opportunities."



## IN-HOUSE PRO BONO IN PRACTICE PROFILE: MAYO CLINIC

September 2012

Mayo Clinic began its pro bono program in 2004, when Southern Minnesota Regional Legal Services Inc. reached out to propose a partnership with the legal department and its pro bono efforts have been thriving ever since. In 2006, Chief Legal Officer Jonathan Oviatt signed on to the **Corporate Pro Bono Challenge**<sup>®</sup> initiative and Mayo Clinic expanded the reach of its program. Not only is Oviatt a big supporter of the program, but he is also a consistent volunteer.

According to Christopher Wendt, pro bono coordinator and immigration counsel for Mayo Clinic, pro bono work has helped to build inter-office relationships and a sense of purpose:

“Our pro bono activities have provided great opportunities to work closely with colleagues and outside attorneys whom we wouldn’t normally collaborate with on a regular basis. Pro bono has absolutely helped build working relationships. Most importantly, we are doing what we pledged to do when we were sworn in as attorneys – helping the less fortunate.”

General Program Information	
Pro Bono Contact	Christopher Wendt, Pro Bono Coordinator
General Counsel	Jonathan Oviatt
Offices with Legal Staff	HQ: Rochester, Minnesota; 4 other offices in the U.S.
Size of Legal Depart.	35 Attorneys; 50 Non-Attorney Staff
Pro Bono Leadership Structure	Initially, leadership of the Mayo Clinic pro bono program was vested in a three person work group. Currently primary responsibility rests with the pro bono coordinator.
Pro Bono Policy	Mayo Clinic has no formal pro bono policy; however local ethics rules and the Corporate Pro Bono Challenge <sup>®</sup> statement serve as guidance for its attorneys. Mayo Clinic is currently in the process of drafting some written guidelines regarding malpractice coverage.
Mandatory Pro Bono	Mayo Clinic runs a “program of attraction.” In other words, Mayo Clinic encourages, but does not require, attorneys to provide service. However, Rule 6.1 of the Minnesota Rules of Professional Conduct states that lawyers should aspire to render at least 50 hours of pro bono per year.
Recognitions/Awards	<ul style="list-style-type: none"> <li>• <b>Volunteers.</b> Recognition events do not single out individual volunteers but rather acknowledge the efforts of the department.</li> </ul>

	<p>Each volunteer can discuss their individual pro bono involvement in their annual review with the Chief Legal Officer.</p> <ul style="list-style-type: none"> <li>• <b>Clients.</b> In addition, Mayo Clinic recognizes its clients' successes by posting a map indicating the origin of immigration clients who are successful in their cases and posting on its internal website photos from naturalization ceremonies.</li> </ul>
Tracking Pro Bono	All Mayo Clinic attorneys complete anonymous annual surveys to help the legal department track pro bono participation. Such surveys request information about the amount of time spent and details about the projects.
Partnerships	Mayo Clinic is involved in a number of partnerships, most notably with Southern Minnesota Regional Legal Services Inc. and Briggs & Morgan, P. A.
Non-Lawyer Involvement	Non-lawyers are encouraged to work alongside lawyers on pro bono matters.
<b>Pro Bono Projects</b>	
<i>Immigration</i>	<ul style="list-style-type: none"> <li>• <b>Naturalization Applications.</b> For six years and counting, Mayo Clinic has teamed up with Southern Minnesota Regional Legal Services Inc. (SMRLS) and Briggs &amp; Morgan to provide ongoing representation to low-income legal permanent residents seeking to naturalize. SMRLS provides intake review. Mayo Clinic volunteers meet with the client to prepare and file all the necessary documentation with United States Citizenship Immigration Services. Once clients receive notice of an interview, the Mayo Clinic volunteers introduce them to Briggs &amp; Morgan associates who handle interviews in Minneapolis, which addresses the travel issue.</li> </ul>
<i>End of Life Issues</i>	<ul style="list-style-type: none"> <li>• <b>Wills for Heroes.</b> Mayo Clinic attorneys and legal assistants participate in quarterly National Wills for Heroes clinics to draft wills and advance directives for local first responders and emergency personnel.</li> </ul>
<i>Transactional Matters</i>	<ul style="list-style-type: none"> <li>• <b>Business Law Clinic.</b> In partnership with Legal Corps, Mayo Clinic volunteers provide business advice to small business owners and entrepreneurs.</li> <li>• <b>Landlord-Tenant Hotline.</b> Members of Mayo Clinic's legal department, including Oviatt, other attorneys and non-attorneys, answer the phone to assist tenants and landlords with legal questions. There is a central phone line that collects messages; volunteers agree for one week a month to listen to messages and commit to return calls promptly.</li> </ul>
<i>Veterans</i>	<ul style="list-style-type: none"> <li>• <b>Veterans Clinic.</b> The Mayo Clinic legal department added pro bono to its 2012 annual meeting by hosting a clinic for local</li> </ul>

	<p>veterans in conjunction with the Minnesota Counsel for Veterans. Mayo Clinic staff conducted intake, researched public data, drafted forms and correspondence, and provided technology support, while volunteer attorneys provided advice both face-to-face and via Skype and FaceTime calls. In attendance were more than 25 veterans, whose service ranged in time from World War II to Afghanistan. Several attorneys are providing ongoing representation of clients they met with at the clinic.</p>
<b>Lessons Learned</b>	
<i>Flexible Time Commitments</i>	Offer a variety of time-limited opportunities to make it easier for attorneys to commit to a project.
<i>Consider Partnerships to Address Issues</i>	Mayo Clinic is located outside of a metropolitan area and the travel time to attend hearing for immigration clients was a barrier to participation. Partnering with a law firm local to the hearings was the ideal solution.
<i>Create Clear Expectations</i>	Colleagues are more likely to volunteer if they know exactly what is expected of them and what they are committing to do.
<i>Never Give Up</i>	There is no such thing as a perfect program. You will have to come up with new ideas and adapt as you go. Don't let the perfect become the enemy of the good. Keep trying.
<i>Communicate within the Organization</i>	It is important that members of your organization know about the good work that the legal department is going. Toot your own horn. Nobody in the company will find out what you do unless you communicate it.

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**IN-HOUSE PRO BONO IN PRACTICE PROFILE:  
THE PEP BOYS-MANNY, MOE & JACK**

*June 2013*

The Pep Boys-Manny, Moe & Jack has made a strong commitment to pro bono service despite having a legal department staff of only ten and no official pro bono program. Pep Boys first began participating in pro bono in 2007 when it was involved in pro bono legal services provider Philadelphia VIP's first Corporate Pro Bono Day. In 2011, *The Legal Intelligencer*, a Pennsylvania-based daily law journal, named Pep Boys as its Pro Bono and Community Service Legal Department of the Year. Brian Zuckerman, senior vice president, general counsel and secretary, has said, "We have learned that even a small legal department can be active in pro bono and make a difference."

Pep Boys is a **Corporate Pro Bono Challenge**<sup>®</sup> signatory.

General Program Information	
Pro Bono Contact	Brian Zuckerman
General Counsel	Brian Zuckerman
Offices with Legal Staff	HQ: Philadelphia, PA
Size of Legal Depart.	Four Attorneys; Six Non-Attorney Staff
Pro Bono Leadership Structure	As a small department, Pep Boys does not have a formal pro bono leadership structure.
Pro Bono Policy	Pep Boys has no formal pro bono policy.
Mandatory Pro Bono	Although pro bono service is voluntary, all of Pep Boys' attorneys, including the general counsel, have agreed to volunteer annually in support of the company's signing on to the Corporate Pro Bono Challenge <sup>®</sup> initiative.
Recognitions/Awards	Volunteers are recognized in corporate communications and publications.
Tracking Pro Bono	Pep Boys does not formally track pro bono participation.
Partnerships	Pep Boys partners with DLA Piper's Philadelphia office and the Philadelphia Homeless Advocacy Project on the Stenton Family Manor project.
Non-Lawyer Involvement	Non-lawyer staff members are encouraged to participate in pro bono and are recognized for their efforts.
Pro Bono Projects	



<i>Clinics</i>	<ul style="list-style-type: none"> <li>• <b>Stenton Family Manor.</b> Pep Boys partners with DLA Piper and the Philadelphia Homeless Advocacy Project to staff a legal clinic at the Stenton Family Manor, a homeless shelter for women and their children. Volunteers assist shelter residents with civil legal matters such as child custody, credit and debt resolution, landlord-tenant issues, and public benefits. Each Pep Boys attorney attends at least two of the six evening clinics a year.</li> <li>• <b>Birth Certificate Clinics.</b> Pep Boys regularly attends clinics hosted by various Philadelphia organizations to assist clients in obtaining their Pennsylvania birth certificates. Obtaining a birth certificate can greatly assist an individual seeking to receive benefits, obtain medical care, or find a job.</li> </ul>
<i>Transactional Matters</i>	<ul style="list-style-type: none"> <li>• <b>Philadelphia VIP's Corporate Pro Bono Day.</b> During this annual event, volunteers who are corporate counsel from established companies around Philadelphia provide startup entrepreneurs legal advice on a variety of business matters.</li> </ul>
<b>Lessons Learned</b>	
<i>The size of a legal department does not determine its pro bono impact.</i>	Commitment to pro bono does not require a large department, an official policy, or formal program; for a small department, a dedication to help others is sufficient. The efforts of a few can make a big difference in the lives of those they help.
<i>Encourage a single instance of pro bono service.</i>	The first experience with pro bono work will inspire continued participation. Once a lawyer is exposed to the personal satisfaction that comes from helping those in need, getting him or her to continue volunteering should become easier.
<i>Recruiting for pro bono can be informal.</i>	Recruitment for pro bono activities can be as simple as emailing others in the department about events organized by third parties. Often personal contact can be the most effective.
<i>Legal pro bono work can have an impact on the company as a whole.</i>	A legal department's involvement in pro bono can lead to company-wide support and a deeper sense of commitment to the company's larger corporate social responsibility and philanthropic efforts.

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## **CPBO SPOTLIGHT ON: THE WILLIAMS COMPANIES**

*The PBEye*

February 15, 2012

**The Williams Companies\***, a nationwide energy company based in Tulsa, Okla., has a strong pro bono program. The program's success is due in large part to the support and encouragement of its past and present general counsels.

### **Elder Care**

Adopting one of the most efficient pro bono service models, the Williams legal department has committed to handling all of Legal Aid Services of Oklahoma, Inc.'s (Oklahoma Legal Aid) cases concerning estate planning and other end-of-life issues for the elderly poor in its community.

For several years, the University of Tulsa Law School operated a clinic providing free legal services to persons suffering from poverty and 60 years old or older living in Tulsa, Creek, and Osage counties in northeast Oklahoma. The clinic, called the Older Americans Law Project, has served hundreds of clients over nine years. When the University discontinued the clinic, Williams' legal department stepped in to sustain the clinic and recruited one of its outside firms and Tulsa's largest law firm, Hall, Estill, Hardwick, Gable, Golden & Nelson, P.C., to help. Initially, 40 lawyers and paralegals volunteered. It was the single largest influx of volunteers in Oklahoma Legal Aid's history.

Williams' pro bono committee began by recruiting a local expert attorney and two district court judges to teach the volunteers about a variety of elder law issues. Williams videotaped the training sessions and housed them on Oklahoma Legal Aid's website to be accessed by subsequent volunteers. James Bender, senior vice president and general counsel at the time, took the first case, while current Senior Vice President and General Counsel Craig Rainey took the second.

Typical cases for elderly poor clients involve preparation of wills or trusts, real or personal property transactions, advanced medical directives, powers of attorney, or guardianships. Volunteers occasionally encounter other needs such as consumer problems or issues concerning government benefits.

During 2009 and 2010, the legal department not only sustained the program, but added more volunteers and significantly expanded the scope of the program. More than two-thirds of the company's Tulsa-based attorneys participate in the program along with a majority of paralegals and several administrative assistants.

### **Guardian Ad Litem Cases**

In addition to work on behalf of the elderly poor, the Williams legal department has undertaken guardian ad litem cases representing Oklahoma Legal Aid clients in garnishment proceedings. The work includes cases such as children seeking guardianship of elderly parents, grandparents seeking guardianship of grandchildren, or guardianship concerning the financial

support of a minor. Several of the department's paralegals and other non-lawyers have taken on guardian ad litem work, since the court may appoint non-lawyers to that role.

### **Courthouse Assistance Program**

Together with Hall Estill and Oklahoma Legal Aid, the Williams legal department has worked with the Tulsa County judiciary to establish a Courthouse Assistance Program. The objective of the program is for a volunteer attorney to be available at the Forcible Entry and Detainer (FED) Docket to meet with unrepresented parties in the courtroom after the docket is called and, if necessary, to provide representation at the hearings or conferences which take place that same day. One common case that arises on the FED Docket involves landlords who are trying to evict and/or recover rent from tenants.

### **New Collaboration between Old Colleagues**

On January 1 of this year, Williams spun off its exploration and production business into a new entity – WPX Energy, Inc. As a result, a number of the lawyers who had worked on the Legal Aid projects at Williams are now in-house at WPX Energy, including Bender. The two general counsels, Rainey and Bender, and their staffs have implemented processes to enable both legal departments to collaborate on future cases. The two companies hope to use the new model as a means to recruit other legal departments into the effort.

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