



Lawyers Alliance Expands Its Work with BIDs

New York City is comprised of dozens of unique neighborhoods that derive their character in part from local shops and businesses. Nonprofit organizations often work to promote and support neighborhood businesses in an effort to create jobs, bring services to under-resourced communities, and combat neighborhood deterioration. Lawyers Alliance for New York actively works with community development corporations, Chambers of Commerce, Merchant Associations, Business Improvement Districts (“BIDs”), and other nonprofit vehicles that support local businesses.

BIDs are established by neighborhood property owners to maintain, develop, and promote their commercial district and are managed by nonprofit organizations. New York City is home to the largest number of BIDs in a single city in the United States, with 67 currently operating in the five boroughs.

BIDs enhance their neighborhoods by maintaining and beautifying shopping districts, promoting local businesses and events, and encouraging commercial and community development. A BID’s work is funded at least in part through a special assessment billed to all non-exempt owners of real property located within the BID’s geographic boundaries who benefit from the BID’s activities. The assessment is billed and collected by the New York City Department of Taxation and Finance and passed to the New York City Department of Small Business Services (“SBS”). SBS then pays those funds over to the BID pursuant to contract. As a result, SBS plays an active role in authorizing the creation of new BIDs and supporting their ongoing operations.

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Photo: Chinatown Partnership Local Development Corporation



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Real Estate Financing Pro Bono Increases Access to Charter Schools

Complex real estate transactions for nonprofit organizations are a significant component of Lawyers Alliance's work. Transactions involve forming a joint venture, navigating government grants, negotiating bank loans, and more complex financing tools such as new markets tax credits or low-income housing tax credits. Our staff and volunteer attorneys assist nonprofit charter schools, community centers, affordable housing developers, and others with real estate legal needs. The recent financing of a building purchase and refinancing of a mortgage loan for **Family Life Academy Charter School** ("FLACS") and its community-based sponsor, the **Latino Pastoral Action Center, Inc.** ("LPAC"), this past January is an important example.

Family Life Academy Charter School initially received its charter from the Board of Trustees of the State University of New York in 2001 and is currently operating under a third renewal of its charter. LPAC has been operating its holistic ministry and leadership programs in the Bronx for over 20 years.

While charter schools often face an immense challenge in finding suitable, affordable space to rent or buy, FLACS was fortunate from its inception to rent space from LPAC in the Highbridge neighborhood of the Bronx. Not only did LPAC's building provide a welcome home for FLACS, but it also helped create synergy between the organizations, allowing the children of FLACS to benefit from a nurturing, cultural environment. As part of the school's regular curriculum and electives, FLACS students participate in programs geared

toward developing an understanding of the importance of health, fitness, good nutrition, leadership skills, and a sense of community.

FLACS graduated its first eighth grade class in 2012 and received an "A" rating from the New York City Department of Education. With the demonstrated success

of FLACS, FLACS II with kindergarten and first grade classes in the Melrose section of the Bronx, (and a FLACS III underway for 2014), FLACS and LPAC joined forces to seek space for FLACS II's future expansion.

After a lengthy search for the right space and appropriate financing, they identified a building on Gerard Avenue in the Bronx for the new home for FLACS II. Carver Federal Savings Bank ("Carver") expressed its interest in financing the purchase and renovation of the building using new markets tax credits ("NMTC"). The parties overcame the usual difficulties with any purchase: an anxious seller, a cautious buyer, a compressed time schedule, and an expanding budget. The transaction with Carver and NMTC was negotiated with a loan to refinance the existing debt on the Highbridge building, and the financing for the purchase and renovation at Gerard Avenue for FLACS II.

FLACS II is anticipated to open in a newly renovated school building in September 2013. The school will expand gradually into its space to ultimately serve grades K through 8.

Starting last fall, Lawyers Alliance staff attorneys **Hedwig O'Hara**, **Neil Stevenson**, and **Nicole Cuttino** represented FLACS in the transaction, along with externs **Matt Schwartz** and **Michael Esposito** from Weil, Gotshal & Manges LLP. In addition, **Douglas Banghart**, a volunteer from Holland & Knight LLP, provided advice to Lawyers Alliance on the NMTC. Thanks to the dedicated staff of FLACS and LPAC, LPAC's counsel, brokers, contractors, and other professionals, the transaction closed in late January and the task of renovating the FLACS II home was begun.

Working on complex real estate financing transactions such as this allows Lawyers Alliance staff, externs, and volunteers to use their expert corporate, real estate, and financing skills to the best advantage for our clients, while enabling the clients to continue to address core community needs such as providing excellent educational opportunities and achieving their missions to the best of their abilities. For further information, please contact Senior Staff Attorney Hedwig O'Hara at hohara@lawyersalliance.org or (212) 219-1800 ext. 226.

FLACS is expanding charter school access in the Bronx



Photo: Family Life Academy Charter School

Lawyers Alliance Expands Its Work with BIDs

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Lawyers Alliance has extensive experience working with BIDs located in under-resourced communities.

Newly forming BIDs

Lawyers Alliance assists organizations with incorporating and securing recognition of tax-exempt status; advising BID board of directors on governance issues; and drafting and revising district plans.

Case Example: Chinatown Partnership Local Development Corporation (“CPLDC”) is a not-for-profit, tax-exempt corporation formed to design, implement, and manage economic development projects in Chinatown. Its activities include promoting cultural activities through Explore Chinatown, an award-winning marketing campaign; developing a community-wide street-cleaning program; enhancing public spaces; and initiatives to highlight the area’s hidden gems. CPLDC also provides technical assistance and business consulting services to Chinatown merchants in order to make their businesses more welcoming and responsive to a broader, more diverse constituency. In furtherance of these goals, CPLDC sponsored the creation of the Chinatown Business Improvement District (“Chinatown BID”). Lawyers Alliance and volunteer attorneys from Skadden, Arps, Slate, Meagher & Flom LLP incorporated the Chinatown BID and have applied for recognition of tax-exempt status for the organization. As a result, CPLDC and Chinatown BID are better able to strengthen the connections between culture and commerce and

enhance Chinatown as a center of business and a welcoming and inviting place.

Established BIDs

Staff and pro bono attorneys advise organizations about their contracts with City agencies and vendors. In addition, Lawyers Alliance has partnered with SBS to train New York City BIDs on best practices in corporate governance.

Case Example: Fulton Area Business Alliance (“FAB”) is a not-for-profit corporation whose mission is to strengthen small businesses and improve commerce conditions in the Fort Greene, Clinton Hill, Bedford Stuyvesant, and Fulton Street neighborhoods of Brooklyn through group action and civic projects. FAB increases awareness of the offerings of the district and the diversity of goods and services available; creates a business climate that encourages consumer activity; and promotes and supports physical improvements to the district, including enhancing the streetscape. Lawyers Alliance and volunteer attorneys from Akin Gump Strauss Hauer & Feld LLP assisted FAB in entering into agreements for pro bono architectural and design consulting services for the creation of a master plan for the streetscape of the FAB Alliance BID. The pro bono attorneys also guided FAB in entering into an agreement with the NYC Department of Transportation for the maintenance of initial public space improvements.

For further information, please contact Senior Staff Attorney **Neil Stevenson** at nstevenson@lawyersalliance.org or (212) 219-1800 ext. 273.

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Lawyers Alliance Welcomes New Board Members

Lawyers Alliance is pleased to announce the election of **Larren M. Nashelsky** of *Morrison & Foerster LLP* and **Jeff Norton** of *Linklaters LLP* to our Board of Directors.

Mr. Nashelsky is the Chair of Morrison & Foerster. As Chair and Chief Executive Partner, he takes the lead in setting policy and providing strategic direction to the firm. Mr. Nashelsky has substantial legal experience in U.S. and international restructurings, including Chapter 11 reorganizations, workouts, restructurings,

secured financings, and distressed acquisitions and investments.

Mr. Norton is Co-Managing Partner, U.S. and Co-Head of U.S. Banking, New York at Linklaters. He has over 20 years experience representing arrangers, underwriters, and issuers in connection with a variety of bank and debt capital market products for complex domestic and cross-border financing transactions including acquisitions, restructurings, and general financing matters.

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Alum Profile: Ira Friedman

Ira Friedman retired as Senior Vice President and Chief Privacy Officer of MetLife, having spent most of his career there as an insurance mergers and acquisitions lawyer. He served on the Lawyers Alliance Board from 1998 to 2004, including as Chair from 2001 to 2004. During his Board tenure, Lawyers Alliance conducted its 35th Anniversary Campaign to secure program and endowment support, which has been critical to the organization's ability to provide vital services, particularly during recent challenging economic times.

How did you originally become involved with Lawyers Alliance?

In the 1990s, Cynthia Shoss, then Board Chair of Lawyers Alliance, introduced me to the organization and asked if I was interested in joining the Board. She knew that I was enthusiastic about pro bono and felt that lawyers should offer their services. I accepted the Chair position in 2001 because of my enormous respect for Lawyers Alliance's staff, especially Executive Director Sean Delany.

Describe the creation of the NYU Review of Law & Social Change.

As an NYU Law student in 1969, I heard that some students were creating the *NYU Review of Law & Social Change* and inviting article submissions. I wrote a piece on retaliatory eviction, inspired by volunteer legal work I undertook for a tenant who was being victimized by her landlord. The article ran in the first issue. I later became Managing Editor. Originally the *Review* was supported by private funding, but we lobbied the faculty publications committee to provide support from the School of Law. We got the funding, partly on condition that we produce two issues that year. We put the second issue to bed after we graduated! It's very gratifying that the *Review* is still going strong.

While you were Board Chair, Lawyers Alliance conducted a program priority setting process. Please explain.

Lawyers Alliance regularly reviews and refines its program priorities in order to focus on the areas of most significance to low-income communities. So, while I was Chair, the staff looked at service trends and needs in New York City and made recommendations that they felt would enable Lawyers Alliance to continue to have the most meaningful impact. The Board concluded that the recommendations were right on target. The Board and staff reaffirmed Lawyers Alliance's commitment to affordable housing and economic development clients, expanded legal services to organizations working with children and youth, and added immigrant communities and elder services to round out the five program priorities.

Lawyers Alliance is preparing to celebrate its 45th Anniversary in 2014. Please share your insights from the 35th Anniversary Campaign.

As we looked toward the organization's 35th Anniversary in 2004, the Board decided it was time to build an endowment, so we launched a capital campaign and planned a gala dinner. Sean and I visited every individual member of the Board to ask for a personal contribution; we secured 100% participation. We also visited several major law firms, asking for leadership grants over a five-year period; most of the firms we spoke to participated, some at very significant levels. This involved a huge team effort. We built the endowment and had a great event at Tavern on the Green. I learned two important lessons: personal contacts make all the difference, and don't be hesitant to put in a high ask. You're not asking for money for yourself; it's for a worthy cause.

Help us build our archive and alumni database. Send your experiences with the Council of New York Law Associates or Lawyers Alliance for New York to Marketing and Communications Manager Emily Crossan at ecrossan@lawyersalliance.org.



Ira Friedman

About Ira

Ira is enjoying his retirement (plus a little consulting work) and spending time with his family, but still finds time to serve on the Board of Advisors of Lawyers Alliance and do volunteer work in his community.

2013 Business Law & Leadership Gala



Credit Suisse's Wilson Ervin (left) and honoree Neil Radey



Brian Krisberg (left), Sidley Austin LLP and Lawyers Alliance Board member, with honoree Kenneth Adams



(left to right) Audrey Smaltz, CEO of Ground Crew; John Lobrano, Simpson Thacher & Bartlett LLP and Chair of Lawyers Alliance's Board; honoree Joi Gordon

On May 15, 2013, four hundred leaders from the legal, financial, and non-profit sectors gathered at Gotham Hall in Manhattan for Lawyers Alliance's annual Business Law & Leadership Gala. This year's event celebrated lawyers, nonprofits, and vibrant New York City communities. **Joanna Chung**, Bureau Chief, Law at *The Wall Street Journal*, served as the evening's Master of Ceremonies.

This year's distinguished honorees are:

Neil Radey, *Managing Director and General Counsel, Americas, Credit Suisse*

Mr. Radey is a Managing Director of Credit Suisse in the General Counsel division and is General Counsel for the Americas and Asset Management division and co-General Counsel for the Investment Banking division. He is also an Adjunct Professor of Law at Cornell Law School. Mr. Radey has been a member of Lawyers Alliance's Board of Directors since 2009 and was elected Treasurer in June 2012. In the aftermath of Hurricane Sandy, Credit Suisse attorneys volunteered at Lawyers Alliance neighborhood legal clinics for nonprofit organizations affected by the storm. Credit Suisse hosted the past two Cornerstone Awards, Lawyers Alliance's annual celebration of pro bono legal services.

Kenneth Adams, *President/CEO/Commissioner, Empire State Development Corporation*

In 2011, Mr. Adams was confirmed by the New York State Legislature as President and CEO of Empire State Development and Commissioner of the New York State Department of Economic Development. He works to promote economic practices that attract businesses and create jobs and works to implement Regional Economic Development Councils across the State. Mr. Adams was previously President and CEO of The Business Council of New York State and before that, President of the Brooklyn Chamber of Commerce and Director of the MetroTech Business Improvement District in downtown Brooklyn.

Joi Gordon, *Chief Executive Officer, Dress for Success Worldwide*

Ms. Gordon joined Dress for Success as the Executive Director of the New York program in 1999 and in 2002 took over leadership of Dress for Success Worldwide. A Lawyers Alliance client since 1996, Dress for Success is a leader in promoting the economic and social development of disadvantaged women. The nonprofit has served over 700,000 women since it was established 16 years ago. Under her leadership, the organization has increased its focus to include employment retention in addition to suiting.

The event provided an overview of Lawyers Alliance's scope of services for New York nonprofits improving the quality of life in New York City neighborhoods. Lawyers Alliance Board Chair **John D. Lobrano** stated, "This year's honorees share a strong commitment to strengthening communities through business and economic development."

2013
BUSINESS LAW &
LEADERSHIP
— GALA —

New Staff and a New Role at Lawyers Alliance

We are pleased to welcome two staff members to Lawyers Alliance. **Laura Abel** is our new Senior Policy Counsel and **Mariel Read** joins the organization in the newly created position of Associate Director of Development. **Elizabeth Guggenheimer** has been appointed Director of Institutional Advancement, in addition to continuing her Deputy Executive Director role.

As Senior Policy Counsel, Laura Abel leads Lawyers Alliance's advocacy-related work and provides business law representation to nonprofit organizations engaged in advocacy work. She brings to Lawyers Alliance more than a decade of experience representing advocacy nonprofits in First Amendment litigation. Prior to joining Lawyers Alliance, she was Deputy Director of the National Center for Access to Justice at Cardozo Law School, Senior Counsel and then Acting Co-Director of the Justice Program at the Brennan Center for Justice, a Gibbons Fellow at Gibbons P.C., a Reproductive Freedom Fellow at the ACLU, and a clerk for the Hon. Robert Carter in the Southern District of New York. She graduated from Yale Law School in 1994 and from Harvard College in 1989.

As Associate Director of Development, Mariel Read works with Lawyers Alliance's program and development staff, Board of Directors, and donors to increase the organization's contributed revenues, with a focus on private and corporate foundations and special events. Prior to joining Lawyers Alliance, Ms. Read worked in development at several nonprofit social services and arts organizations, including Lighthouse International and League of American Orchestras. She received a Master of Music from Carnegie Mellon University in 2003, and a Master of Arts Management from the H. John Heinz III School of Public Policy and Management at Carnegie Mellon University in 2005.

Ms. Guggenheimer works with the Board and staff to carry out Lawyers Alliance's mission and strategic direction. She now leads the organization's fundraising and development efforts, while continuing its involvement in national activities to cultivate the business law pro bono field. She also oversees marketing and communications with nonprofits, attorneys, policymakers, and donors. Ms. Guggenheimer served as Lawyers Alliance's Legal Director from 1999 to 2006 and as Deputy Executive Director since 2006.

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