

Lawyers Alliance Supports Nonprofits Engaged in Workforce Development

EXCITING CHANGES ARE AFOOT in the field of workforce development, which prepares individuals to find and keep jobs and helps businesses to attract and retain workers. Nonprofits are playing a vital role in equipping workers with the skills and credentials they need to earn family-sustaining wages in positions that allow for upward mobility. Funding and public policy changes are expected to reduce administrative burdens and produce tangible benefits for all stakeholders. Lawyers Alliance for New York assists nonprofit workforce development providers in adapting to the new regulatory environment so they can curtail unemployment and underemployment in low-income communities.

In 2014, Congress passed the Workforce Innovation and Opportunity Act (WIOA), the first reauthorization of the Workforce Investment Act since 1998. WIOA engages industry to ensure that workforce training meets demand and promotes an evidence-based training approach to achieve better outcomes for job seekers. Next spring, the Departments of Labor and Education will issue final regulations to govern the implementation of WIOA, which became effective on July 1, 2015. New York State regulators await the release of final federal regulations before circulating the state comprehensive plan reflecting the WIOA-induced changes.

There also has been significant movement relating to workforce development policy in New York City. Mayor de Blasio has created the Office of Workforce Development to establish workforce training policy priorities and to coordinate activities

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Photo: Small Fry

Small Fry trains and employs youth in marketing and web development.



Photo: Global Language Project

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Lawyers Alliance Board Changes

Educational Materials for Nonprofits and Attorneys

Save the Date: Cornerstone Awards

Educational Materials Provide Up-to-Date Information for Nonprofits and Attorneys

Lawyers Alliance’s educational services are for clients and non-clients alike. Nonprofit managers, Board members, and attorneys representing these organizations – from start-ups to multi-service institutions – regularly use information from Lawyers Alliance to help their nonprofits be effective, successful, and accountable as they make New York a better place to live and work.

Publications

This fall Lawyers Alliance published a new edition of *Bylaws That Work: A Manual for New York Nonprofits*. Like the recently released sixth editions of *Advising Nonprofits* and *Getting Organized*, the second edition of *Bylaws That Work* reflects best practices and recent changes to the New York Not-for-Profit Corporation Law.

Bylaws That Work is designed to help New York not-for-profit corporations, their Board members, and attorneys to prepare new or revised bylaws, the set of rules and procedures that govern a nonprofit organization’s internal operations. *Bylaws That Work* contains a legal overview of topics commonly covered in bylaws, questionnaires to assist those developing and amending bylaws, and sample documents for not-for-profit corporations with and without members.

The editor of *Bylaws That Work*, **Elizabeth M. Guggenheimer**, Lawyers Alliance’s Deputy Executive Director, says, “Clear and functional bylaws make it easier for an organization’s leadership to make significant operational, fiscal, and programmatic decisions that affect the health and future of the organization. Virtually every New York not-for-profit corporation should review and update its bylaws to ensure compliance with new legal requirements.”

As with *Advising Nonprofits* and *Getting Organized*, *Bylaws That Work* is available for purchase via our website as a bound printed copy and as both an Individual Use and Site License PDF download.

Workshops and Webinars

Each fall, winter, and spring, we offer trainings for nonprofit managers on fundamental legal issues relating to operating a nonprofit organization such as employment, governance, real estate, political activity, and fundraising. Whether you participate in-person or via the web, these trainings give participants interactive access to Lawyers Alliance staff and volunteer attorneys’ expertise. New in coming months are trainings on the legal aspects of gaming fundraisers and employment law.

Legal Alerts

Lawyers Alliance posts and distributes free Legal Alerts, Frequently Asked Questions with Answers (FAQs), and Board Talking Points to notify nonprofit managers of regulatory changes and best practices crucial to the smooth operation of their organizations. For example, more than 4,000 website viewers downloaded our FAQs on the Nonprofit Revitalization Act, and we recently posted an updated version.

Probono.net

Our Community Development and Nonprofit Library at Probono.net contains free resources to help business and transactional lawyers, law students and faculty who are advising nonprofit and community development organizations that serve low-income and disadvantaged communities. We welcome members of the legal community to join and use Probono.net as often as possible.

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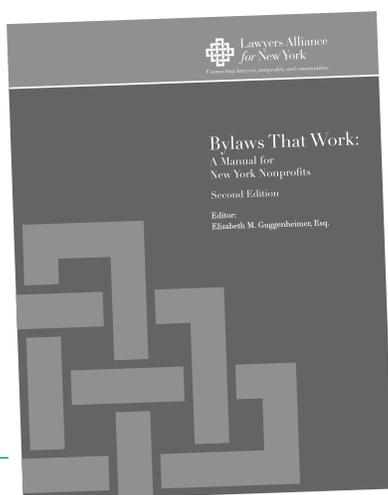
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Useful web pages

Publications: www.lawyersalliance.org/publications.php

Workshops/Webinars: www.lawyersalliance.org/workshops.php

Legal Alerts: www.lawyersalliance.org/news_legal_alerts.php

Probono.net: www.probono.net/ny/nonprofit/

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New Board Roles and Members

Lawyers Alliance's Board of Directors has elected **Andrew G. Dietderich**, of Sullivan & Cromwell LLP, as Treasurer and **Doreen E. Lilienfeld**, of Shearman & Sterling LLP, as Secretary. Mr. Dietderich joined the Board in 2012 and Ms. Lilienfeld in 2014.

In addition, we are pleased to announce the election of six new members to the Board.

Peter M. Labonski, a partner at Latham & Watkins LLP, is the Corporate Department Chair for the New York office and served as the Administrative Partner for the firm's New York office from 2001 to 2010. Mr. Labonski's practice focuses primarily on corporate finance and general securities and corporate matters.

C. Scott Lent, a partner at Arnold & Porter LLP, is a member of the firm's Antitrust and Litigation practice groups. Mr. Lent has extensive experience in handling antitrust, transactional, investigational, litigation, and advisory matters across a wide range of industries including media and entertainment, telecommunications, building materials, pharmaceuticals, and healthcare.

William R. Massey, a partner at Sidley Austin LLP, is focused on security offerings, equity derivatives, and corporate law matters. Mr. Massey has been actively involved in the equity derivatives and structured note market for many years, including the development of new structures with linkages to an array of underlying measures such as equities, commodities, currencies, and hedge funds.

Vijaya R. Palaniswamy, a partner at Linklaters LLP, advises project sponsors, marketing companies, commercial lenders, multilateral development banks and regulated entities in the acquisition, development, structuring, and financing of energy and infrastructure assets. Mr. Palaniswamy also advises nonprofits involved in social development and educational activities.

Lesley Peng, a partner in Simpson Thacher & Bartlett LLP's Corporate Department, focuses on corporate finance and general corporate matters. Ms. Peng has represented both issuers and underwriters in initial public offerings, high yield and investment grade debt financings, convertible debt offerings, preferred stock offerings, and other public and private corporate finance transactions.

Lawrence Young, a managing director of Credit Suisse in the General Counsel division, is the Co-Head of the Securities Legal Practice Group in the Americas. With a primary focus on Fixed Income and Prime Services, Mr. Young manages a team responsible for legal support of the businesses within these departments, including Securitized Products, Credit Products, Emerging Markets, Rates, FX, Commodities, as well as Sales and Research.

We thank Mr. Dietderich and Ms. Lilienfeld for their leadership and welcome our new Board members.

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2015 CORNERSTONE AWARDS

FOR PRO BONO EXCELLENCE

Wednesday, November 4, 2015

6:00 p.m. – 8:00 p.m.

Hosted by Viacom

Law firm honorees:

Duane Morris LLP

Fried, Frank, Harris, Shriver & Jacobson LLP

For more information, visit www.lawyersalliance.org/volunteer_recognition.php

Nonprofits Engaged in Workforce Development

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among the members of the local workforce development system. He also convened the Jobs for New Yorkers Task Force, which released a report in late 2014 detailing the City's approach to workforce development.

The substance of WIOA and current City approach reflect a shift away from the rapid attachment model that places job seekers in positions soon after completing basic skills training. Instead, federal and City policy emphasize career pathways, a model which connects workers to education, hard skills training, and support services to facilitate career advancement. This model calls for increased collaboration among various workforce development stakeholders, such as government agencies, institutions of higher learning, nonprofit workforce development organizations, providers of support services, and employers. Attorneys are needed to clarify the parties' relationships.

Affiliate Agreements: Licensing intellectual property to affiliates is a way for nonprofits to extend their geographic reach by working with local community-based organizations.

Case Example: STRIVE International provides comprehensive job training, social services, and career development for the hardest-to-employ workers, including formerly incarcerated individuals, long-term public assistance recipients, disconnected youth, the homeless, recovering addicts, and unskilled and under-educated laborers. STRIVE has a widely utilized proprietary workforce development model. With advice from pro bono counsel at **Crowell & Moring LLP**, STRIVE developed form agreements to license its intellectual property to affiliates and created a policies and procedures manual governing the affiliate network that STRIVE has cultivated nationwide. The legal work also included negotiating an agreement with the City of New Orleans to establish STRIVE NOLA, which launched in early 2015 in connection with the City of New Orleans' Network for Economic Opportunity initiative. To date, 60 participants have graduated from the STRIVE NOLA program.



Photo: STRIVE International

STRIVE International provides comprehensive job training, social services, and career development.

Online Agreements: As the workforce development model shifts to career pathways, more nonprofits are coupling job training with direct employment. Online mechanisms can facilitate relationships between workers and employers.

Case Example: Small Fry trains and employs low-income youth to optimize the web presence of local small businesses via online marketing, social media marketing, e-mail marketing, and web development. At Small Fry, youth gain relevant skills, build portfolios, and earn income, while small businesses access affordable marketing assistance to target new customers and develop business. Since its launch in 2014, Small Fry has worked with 10 youth and 10 small businesses in New York City, and has recruited seven youth and seven businesses for its current Boston-based cohort. Pro bono counsel at **Morgan, Lewis & Bockius LLP** is assisting Small Fry in preparing an online agreement, to be used by both participants and small businesses seeking services, that outlines the relationship between the parties.

With a wealth of experience documenting complex relationships in various kinds of agreements, Lawyers Alliance staff and pro bono attorneys are uniquely positioned to advise nonprofits on the legal issues raised by an intensely collaborative approach to workforce development.

For more information on workforce development, contact **Neil Stevenson** at (212) 219-1800 ext. 273 or nstevenson@lawyersalliance.org.

Legal Assistance for Nonprofits Enhancing Public School Programs

These public education support organizations provide students with a fuller educational experience

Nonprofits join forces with public schools throughout New York City to provide essential student services, expand and improve educational programming, promote health and physical fitness, add technology, and fund initiatives aimed at increasing opportunities for disadvantaged students. These public education support organizations provide students with a fuller educational experience while engaging children, families, and community residents.

Lawyers Alliance for New York and its network of pro bono attorneys enable nonprofits to understand and comply with legal requirements so that they can more effectively support and operate in public schools. We assist nonprofits on legal issues particular to working with public schools, such as:

- Agreements with government agencies to provide in-school and afterschool programming
- Collaborations with private businesses to support school-based programs
- Confidentiality of student information
- Compliance with City's Department of Education regulations
- Employment and liability laws related to youth and adult volunteers

We also assist these organizations with business and transactional law issues common to a wider range of nonprofits, including:

- Intellectual property protection for names, trademarks, and curricula
- Leases and use of space agreements
- Bylaws and conflict of interest policies
- Documentation of donations

The following case examples illustrate two of the many contexts in which these issues arise.

Global Language Project supports world language education programs in public elementary schools.



Photo: Global Language Project

Public-Private Partnerships

Public-private partnerships enable nonprofits to work with federal, state, and local agencies and private businesses to achieve shared education-related interests. Legal assistance documents these relationships and helps nonprofits to negotiate the parties' respective roles.

Case Example – Subcontractor Agreement:

New York Harbor Foundation carries out educational and restoration activities that improve the condition of New York Harbor. In addition, it funds and manages mission-critical programs in marine science and technology for the New York Harbor School, a public high school located on Governors Island that serves 430 students. Pro bono attorneys from **Winston & Strawn LLP** are assisting the New York Harbor Foundation with reviewing a subcontract agreement with Scape/Landscape Architecture PLLC in connection with the organization's new grant award from the Department of Housing and Urban Development for post-Hurricane Sandy recovery efforts on and near Staten Island. This project will provide career education opportunities for students to develop marine science and technology skills while reducing the risk of wave damage, flooding, and erosion on the shoreline.

Curriculum and Website Development

Nonprofits often make training materials available on their websites. Legal assistance helps protect this important intellectual property.

Case Example – Intellectual Property:

Global Language Project (GLP) introduces and supports world language education programs in public elementary schools to give low-income students a more competitive edge in college and the workforce. Pro bono attorneys from **Skadden, Arps, Slate, Meagher & Flom LLP** assisted GLP with developing a consultants' audiovisual release to allow GLP to share videos of professional development sessions led by consultants. Additional Skadden volunteers provided guidance on website language about the usage of its curriculum by other organizations. This pro bono help protects GLP's intellectual property rights related to its proprietary curriculum designed for educators to help students increase their world language skills.

For more information on Lawyers Alliance's work with nonprofits working to improve New York City public schools, please contact Staff Attorney **Nicole Cuttino** at (212) 219-1800 ext. 228 or ncuttino@lawyersalliance.org.



Lawyers Alliance *for* New York

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2014-15 Law Firm Appeal Results

Thanks to our outstanding co-chairs, **Larren M. Nashelsky** and **Jonathan M.A. Melmed** of Morrison & Foerster LLP, Lawyers Alliance's 2014-2015 Law Firm Appeal reached a new record high of \$864,350 and included 82 participating law firms. This support has helped Lawyers Alliance and its staff-supported pro

bono program to provide much needed business and transactional legal services to more nonprofit organizations and engage more volunteers than ever before. We thank the co-chairs for their exemplary leadership and the following firms that contributed \$1,000 or more to the annual appeal ending June 30, 2015:

Akerman LLP
Akin Gump Strauss Hauer
& Feld LLP
Allen & Overy LLP
Alston & Bird LLP
Arnold & Porter LLP
Bingham McCutchen LLP
Blank Rome LLP
Brown Rudnick LLP
Cadwalader, Wickersham
& Taft LLP
Caplin & Drysdale, Chartered
Cassin & Cassin LLP
Chadbourne & Parke LLP
Cleary Gottlieb Steen
& Hamilton LLP
Clifford Chance US LLP
Condon & Forsyth LLP
Covington & Burling LLP
Cravath, Swaine & Moore LLP

Crowell & Moring LLP
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Debevoise & Plimpton LLP
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