

Rising Cost of Real Estate Affects Nonprofits

Rent bargains in boroughs that once provided a safety net have become difficult to identify

The increasing cost of rent presents numerous challenges for nonprofits across New York City. Rent bargains in boroughs that once provided a safety net have become difficult to identify. In addition to monthly rent, nonprofits are saddled with their share of landlords' real property taxes, which rise with increasing property values. Though nonprofit tenants themselves may be tax-exempt, many are unable to take advantage of real property tax exemption policies because they do not own the property they occupy. Moreover, many nonprofits are funded at least in part by government contracts, and reimbursement rates do not typically account for increasing rental prices.

Relocating Due to Rising Real Estate Costs

Nonprofits that own real estate may take advantage of the favorable market and sell at a profit. Other nonprofits renting space are struggling with increased expenses, and are relocating to less expensive neighborhoods or boroughs.

Case Example: Dress for Success Worldwide (DFSW) empowers women to achieve economic independence by providing a network of support, professional attire, and the development tools to help women thrive in work and in life. DFSW rented warehouse space in Industry City in Brooklyn, which experienced significant development following investments made in the vicinity after Hurricane Sandy. At the end of its lease, DFSW could not afford to remain in the location due to rising rents. A volunteer attorney from **Seyfarth Shaw LLP**

helped DFSW negotiate a lease for space in Jamaica, Queens at a more reasonable cost. The attorney also helped DFSW negotiate an agreement for interim warehouse space while the new space is being prepared. Wendy Longwood, Chief Operating Officer of DFSW says, "Our attorney was exceptionally helpful in negotiating our lease and interim space agreement on a tight turnaround. We not only relocated within our timeline, we secured favorable terms on several lease points, saving us money that we can redeploy to further our mission and support the women we serve."

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Photo Credit: National Domestic Workers Alliance

National Domestic Workers Alliance works for the respect, recognition, and inclusion in labor protections for domestic workers.

inside



Photo Credit: Green City Force

*Supporting Workforce Development
2018 Cornerstone Awards
Friend Profile: B.K. Lee
Law Firm Appeal Co-Chairs*

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Enacting Creative Solutions: Desk and Space Sharing Agreements

Lawyers Alliance clients have also responded to rising real estate costs by employing innovative solutions, including collaborations to share space and resources.

Case Example: National Domestic Workers Alliance (NDWA) works for the respect, recognition, and inclusion in labor protections for domestic workers. It is powered by more than 60 affiliate organizations, plus local chapters in Atlanta, Durham, and New York, of more than 20,000 nannies, housekeepers, and caregivers for the elderly in 36 cities and 17 states. In 2014, NDWA sought assistance with a sublease in Greenwich Village. NDWA wanted to enter into a space sharing agreement for a portion of 23 workspaces with three nonprofits, not just to manage costs but to take advantage of the synergistic relationship among the organizations, also working to support those in need of care and providing care. **Arent Fox LLP** successfully negotiated the sublease for NDWA. Ultimately, the arrangement was not ideal because the four nonprofits were sharing space with NDWA's sublandlord, a marketing business, resulting in office-culture tensions. In 2017, NDWA left its Greenwich Village space when the sublease was not extended upon termination. After spending a year in a co-working space, NDWA turned to **Patterson Belknap Webb & Tyler LLP**, which assisted in negotiating a sublease for space in lower Manhattan. Based on its prior experience, NDWA is again planning to implement a desk sharing agreement with the same three nonprofits, with Patterson Belknap's expert advice. The

proposed desk sharing agreement includes the parties' responsibilities related to sharing space and contemplates licensing the use of specific desks as well as sharing costs for expenses such as internet, phone equipment, and real estate taxes. Nina Huang, Operations Director at NDWA says, "We appreciate all that the Patterson Belknap attorneys have done to help secure this new office for us where, along with our fellow office mate organizations, we can grow, collaborate, and build the domestic worker and care movements."

Responding to Changing Demographics

As real estate costs rise in some neighborhoods and low-income residents are displaced, nonprofits have to reevaluate constituent needs in the face of changing demographics.

Case Example: West Side Campaign Against Hunger (WSCAH) is at the forefront of alleviating hunger by ensuring access to healthy food and supportive services, upholding the dignity of all New Yorkers. WSCAH prioritizes customer choice, encouraging patrons to shop its supermarket for healthy food for themselves and their families. After forty years of serving clients on the Upper West Side, WSCAH recognized the demographic changes in the neighborhood. Volunteers from **Stroock & Stroock & Lavan LLP** assisted WSCAH in reviewing and negotiating a funding agreement with the City of New York Department of Design and Construction to purchase and outfit a mobile food pantry. Now, in addition to serving residents at its Upper West Side location, WSCAH has grown its reach by more than 25 percent via the Mobile Market to provide fresh produce and healthy food options to neighborhoods in Upper Manhattan and the South Bronx. Says Greg Silverman, Executive Director of WSCAH, "Through the support of Lawyers Alliance's network of lawyers, WSCAH has been able to better fulfill its mission. We now are able to move past simply bringing people to our food at 86th Street and are bringing our healthy food to people in their neighborhoods!"

Lawyers Alliance staff and volunteer attorneys can assist nonprofits seeking creative solutions for these real estate challenges by providing expert legal advice, negotiating leases or funding agreements, and handling purchases and sales of real property.

West Side Campaign Against Hunger supports access to healthy food, in part through its mobile food pantry.



Photo Credit: West Side Campaign Against Hunger

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What's New...

Welcome to Our 50th Anniversary Year



Founded in 1969, Lawyers Alliance for New York enters 2019 with excitement. Our mission, programs, and volunteer network are strong, enabling positive change. We could not be nearly as successful without the extraordinary support of countless clients, pro bono attorneys, collaborators, funders, Board, staff, alumni, and other friends. As we mark our 50th Anniversary year, look for events, stories, and redesigned materials that feature what makes Lawyers Alliance so special, starting with the Newsletter you are currently reading, which is in full-color for the first time.

The 50th Anniversary Business Law & Leadership Gala is scheduled for **Tuesday, June 4, 2019** at the Ziegfeld Ballroom. Please plan to join us!

Board Additions

Lawyers Alliance welcomes the following new members to our Board of Directors:

Catherine M. Clarkin is a partner in Sullivan & Cromwell LLP's Capital Markets and Financial Institutions Groups and is the deputy managing partner of the firm's Capital Markets Group. She advises clients on a wide variety of capital market transactions across a broad range of industries. Ms. Clarkin has extensive experience in public and private offerings of equity and debt securities by U.S. and non-U.S. issuers.

Jeanine DeFreese is an Associate General Counsel in the Office of General Counsel of Deloitte LLP. She was admitted to the partnership in 2008. As a leader in the Corporate Group, Ms. DeFreese has primary responsibility for Deloitte U.S.' Regulated Businesses and the managed services business of Deloitte Risk and Financial Advisory. Ms. DeFreese's practice centers around providing advice and legal support to Deloitte's leaders on engagement matters, policies, procurements, and new service offerings.

Sarah Harp is Vice President, Senior Counsel, Corporate Transactions and Securities at Viacom Inc. She is sole legal counsel to Viacom's Corporate Treasury Department and works on a variety of transactions, including financing, banking, securities, cash management, and general corporate matters. Ms. Harp has also worked on numerous matters across other corporate functions, including corporate governance, SEC reporting, investor relations, and bankruptcy matters.

Christopher G. Kelly is a partner at Holland & Knight LLP. He focuses his practice on complex commercial litigation including aviation defense, defense of mass and toxic torts, product liability, class-actions (consumer, labor/employment, data privacy, and cybersecurity), and insurance. In addition, Mr. Kelly has an international reputation for pioneering innovative and cost-effective strategies for risk minimization in both litigation and corporate transactions.

New Staff

Laura Russello is Lawyers Alliance's new Development Director, working with institutional and individual donors to provide financial resources that enable us to fulfill our mission. Prior to joining Lawyers Alliance, she was Director of Development at Greyston Foundation and did fundraising for major New York City nonprofits. Ms. Russello may be reached at lrussello@lawyersalliance.org or (212) 219-1800 ext. 230.

Benita von Lilienfeld-Berry is the new Pro Bono Associate. She engages in pro bono outreach to law firms and corporations and coordinates the staffing of pro bono projects to ensure that clients and volunteers have the most rewarding experience possible. Ms. von Lilienfeld-Berry is reachable at bvonlilienfeld-berry@lawyersalliance.org or ext. 203.

Cornerstone Awards Honor Outstanding Pro Bono Achievements



Honoree Grace Ang (center) with Savanna Honerkamp-Smith and Mai Brand, Eskolta School Research and Design



(Back row, left to right) Junaid H. Chida of Institutional Honoree *O'Melveny & Myers LLP*; Chirag K. Dedania, *Latham & Watkins LLP*; Richard Horowitz, *Dechert LLP*; Irah Donner, *Manatt, Phelps & Phillips, LLP*; Marc Kushner, *Osler, Hoskin & Harcourt LLP*; Grace Ang, *UBS*; and Valerie Farkas of Institutional Honoree *Bloomberg L.P.*

(Front row, left to right) Ari J. Markenson, *Winston & Strawn LLP*; Roger A. Cohen, *Goodwin Procter LLP*; Fred T. Goldberg, Jr., *Skadden, Arps, Slate, Meagher & Flom LLP*; Nancy G. Rubin, *Skadden, Arps, Slate, Meagher & Flom LLP*; Tara Ellis, *Seyfarth Shaw LLP*; Matthew Dulak, *Paul, Weiss, Rifkind, Wharton & Garrison LLP*; and Salvatore Gogliormella, *Paul, Weiss, Rifkind, Wharton & Garrison LLP*

The Cornerstone Awards, Lawyers Alliance for New York's annual volunteer recognition event, brought volunteers, nonprofit clients, colleagues, friends, and family together for a celebratory evening. Held on November 13, 2018 at **Viacom**, this year's event thanked Lawyers Alliance's more than 1,900 volunteers and paid special tribute to Bloomberg L.P., O'Melveny & Myers LLP, and 12 individuals for their outstanding pro bono legal services to nonprofit organizations.

Sarah Harp, Vice President, Senior Counsel, Corporate Transactions & Securities at Viacom and member of Lawyers Alliance's Board of Directors, welcomed guests and said, "Viacom is proud to be associated with Lawyers Alliance. We are inspired by the 2018 Cornerstone honorees and the goals and activities of the nonprofit organizations these honorees serve."

Institutional Honorees

Lawyers Alliance presented Institutional Cornerstone Awards, our most significant pro bono honor, to a law firm and a corporate legal department. "We are proud to partner with these two remarkable organizations. Their Institutional Cornerstone Awards reflect the substantial breadth, depth, quality, and impact of their business and transactional law pro bono," noted **Sean Delany**, Lawyers Alliance's Executive Director.

Bloomberg L.P.: Bloomberg L.P.'s commitment and actions set the highest standard for pro bono excellence. At Bloomberg, philanthropy and service have always been an integral part of the company's culture. The legal team has displayed a dedication to pro bono, and enthusiasm, responsiveness, and willingness to go above and beyond to help nonprofit organizations. More than 40 Bloomberg lawyers have provided pro bono assistance to more than 25 nonprofits on more than 30 different pro bono projects through Lawyers Alliance since 2016. These attorneys have donated their expertise in all three of Lawyers Alliance's core pro bono project categories: in-depth legal representation, consultations during pro bono clinics, and training for nonprofit managers. **Valerie Farkas**, Senior Counsel and Pro Bono Co-Chair of Bloomberg L.P., accepted the award on behalf of the corporation.

O'Melveny & Myers LLP: O'Melveny & Myers LLP is a standout in the legal sector because of its dedication to excellence, innovation, and civic responsibility. Its drive to lead is consistently evident in its pro bono program. More than 90 percent of the firm's lawyers regularly participate in pro bono projects, donating more than 6 percent of the firm's annual total hours to these efforts. O'Melveny has partnered with Lawyers Alliance for more than 25 years. This includes assistance to more than 25 clients on more than 30 legal matters since 2013, with 17 new matters since 2016. Lawyers Alliance recognized O'Melveny with its highest award because of the firm's longstanding pro bono commitment, the significant complexity and volume of its transactional pro bono work, and the positive impact of this work on nonprofits improving the lives of New Yorkers. **Junaid Chida**, Partner at O'Melveny & Myers and 2011 Individual Cornerstone Award honoree, accepted the award on behalf of the firm.

For more photos from the 2018 Cornerstone Awards, visit:
www.lawyersalliance.org/cornerstone-gallery2018.php

Individual Honorees

“Since the inaugural Cornerstone Awards in 1997, only 222 of our 7,800 volunteers have received an Individual Cornerstone Award. These are Lawyers Alliance’s strongest of our strong volunteers, and they demonstrate how business lawyers can positively affect their communities,” said **Elizabeth M. Guggenheimer**, Lawyers Alliance’s Deputy Executive Director and Director of Institutional Advancement. The 2018 honorees are:

Grace Ang, UBS: For providing intellectual property pro bono legal assistance to four growing nonprofits serving vulnerable populations.

Roger A. Cohen, Goodwin Procter LLP: For making complex healthcare rules clearer for a dozen nonprofit providers over the past decade.

Chirag K. Dedania, Latham & Watkins LLP: For delivering responsive business and transactional legal assistance to multiple organizations, including three matters for an environmental health group.

Irah Donner, Manatt, Phelps & Phillips, LLP: For helping eleven nonprofits protect their intellectual property or negotiate complex technology agreements.

Tara Ellis, Seyfarth Shaw LLP: For providing much-needed employment law advice, including employee handbooks and trainings, to eight community organizations.

Salvatore Gogliormella and Matthew Dulak, Paul, Weiss, Rifkind, Wharton & Garrison LLP: For collaborating to assist nonprofits in the development of safe housing for vulnerable women and families.

Fred T. Goldberg, Jr. and Nancy G. Rubin, Skadden, Arps, Slate, Meagher & Flom LLP: For leading a team of colleagues counseling a nonprofit organization working to make college more financially accessible to all New York City students.

Richard Horowitz, Dechert LLP: For advising Brooklyn organizations through contract, structuring, and real estate issues, including a multi-year project for community arts space.

Marc Kushner, Osler, Hoskin & Harcourt LLP: For making pro bono service a career priority, volunteering with Lawyers Alliance for more than two decades to help improve nonprofit organizations’ governance.

Ari J. Markenson, Winston & Strawn LLP: For sharing his expertise and time to guide community-based providers through complicated healthcare regulatory changes.

Congratulations to all of the 2018 Cornerstone honorees!

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Merble Reagon, Women’s Center for Education and Career Advancement, and Honoree Irah Donner



Gail Bayarin, Enterprise Community Partners; Honorees Matthew Dulak and Salvatore Gogliormella; and Cathy Fulwood, Providence House



Edgardo Rivera, Brooklyn Arts Council, and Honoree Tara Ellis

Nonprofits and Pro Bono Attorneys Needed for Workforce Development

While unemployment levels in New York City reached historic lows in 2018, more needs to be done to ensure that low-income individuals are not left behind. The City's nonprofit sector has a significant role in educating, training, and supporting marginalized workers. Nonprofits are collaborating with public and private stakeholders to build a stronger career pathways system. Lawyers Alliance for New York's staff and volunteer attorneys bring the experience necessary to advise nonprofits on contract, intellectual property, and other legal issues affecting the success of their workforce development programs.

Education and Training in Targeted Growth Industries

A 2017 Urban Institute study reports that low-wage workers tend to be less educated and concentrated in industries with poor prospects for wage growth. Nonprofits are providing technical and job readiness training in fields that offer pathways to long-term economic security.

Case Example: To help break the poverty cycle, **Green City Force** (GCF) engages young adults from low-income communities in national service and work related to the environment, including job training and leadership experiences connected to lower energy consumption and sustainability. Pro bono counsel at **Greenberg Traurig, LLP** assisted GCF by reviewing and negotiating subcontracts under Energy Performance Contracts to provide energy efficiency upgrades in New York City Housing Authority (NYCHA) homes. As a result, 75 alumni of GCF's AmeriCorps service program were hired by GCF in 2018 to engage in meaningful job training in a growth industry, and NYCHA's buildings are more environmentally friendly.

Urban Upbound provides the tools, including workers' cooperatives, to help New Yorkers become economically self-sufficient.



Photo Credit: Urban Upbound

Innovative Structures for Job Opportunities

Nonprofits are engaged in creative initiatives to address inequities of job opportunities. Lawyers Alliance can help nonprofits to establish or collaborate with not-for-profit and for-profit entities, City agencies, workers' cooperatives, and other structures to nurture pathways to employment and entrepreneurship.

Case Example: Through its multi-faceted programs, **Urban Upbound** provides residents of public housing neighborhoods in Queens, the South Bronx, and East Harlem with tools to become economically self-sufficient. With pro bono legal assistance from **White and Williams LLP**, Urban Upbound formed OnPoint Security, a worker-owned cooperative, which also serves as a model for other workers' cooperatives. Every OnPoint Security employee is eligible to become a part owner, sharing in the profits and governance of the company. Today, OnPoint Security is an active social enterprise that offers quality jobs and security services in New York City, and Urban Upbound leads the development of workers' cooperatives in Queens.

Models to Support Job Retention and Success

Finding a well-paying job is not the only barrier to economic progress. Nonprofits help low-income workers overcome challenges with child care, housing, and soft skills, such as networking and attire, needed to thrive in the workplace.

Case Example: Lawyers Alliance tapped talented volunteers to advise **JobsFirstNYC**, together with partners NYC Center for Youth Employment and Social Finance, to develop CareerLift, a pilot program to work directly with employees to navigate job-related issues and personal challenges that could impact their future careers. Pro bono counsel at **Goodwin Procter LLP** advised JobsFirstNYC on a contract that enabled two workforce development nonprofits, Seedco and Madison Strategies Group, to place staff on-site at companies to confidentially provide barrier amelioration services. Launched in January 2018, CareerLift is helping entry-level and other employees to stay in their jobs and advance their careers.

Interested in becoming a client or volunteer? Contact **Neil Stevenson** at (212) 219-1800 ext. 273 or nstevenson@lawyersalliance.org for more information about workforce development.

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Friends Profile: B.K. Lee

B.K. Lee, counsel at Skadden, Arps, Slate, Meagher & Flom LLP, has a long-term volunteer relationship with the Cities for Financial Empowerment Fund and also assisted Staten Island-based Northfield Community Local Development Corporation after Hurricane Sandy. He received an Individual Cornerstone Award in 2014 for his outstanding pro bono work.

Q: What motivated you to become involved with Lawyers Alliance?

I lost my previous pro bono specialty, non-contested divorces, after New York passed the no-fault divorce law in 2010. After a few years looking for another niche, I responded to a 2013 e-mail from our firm's pro bono department looking for help on various Lawyers Alliance matters. Among the seven nonprofits requesting non-litigation assistance was the Cities for Financial Empowerment Fund, Inc. (the CFE Fund). Several hundred hours and nine amended and restated engagement letters later, the CFE Fund remains my pro bono client.

Q: Tell us about your pro bono work with Lawyers Alliance.

The CFE Fund helps mayors and other municipal authorities identify, develop, fund, implement, and research pilots and programs that assist low- to moderate-income individuals and families in the development of financial capability. The CFE Fund identifies high-impact, scalable, evidence-based municipal approaches and then invests in replicating them nationally.

The CFE Fund was looking for counsel to review its financial counseling program documentation and provide structuring advice for its relationships with nonprofits, credit bureaus, and municipal entities. I am a transactional lawyer who structures financial assets into securities in collaboration with corporations, financial institutions, and governmental regulators. Lawyers Alliance put two and two together and created a perfect match.

When I first started representing the CFE Fund, it was incorporated but not yet a 501(c)(3) and subject to a fiscal sponsorship arrangement. Since then, the CFE Fund has grown exponentially, with projects in over sixty cities, ranging from Anchorage to New York, as well as Antigua/Barbuda and Canada. I'd like to believe that I played a small part in the CFE Fund's successful efforts to leverage municipal infrastructure to provide financial empowerment to the underbanked populace.

Q: How did your pro bono experiences influence your current work?

As a capital markets attorney, I don't ordinarily deal with the sovereign immunity or self-insurance issues that I come across in my representation of the CFE Fund. Negotiating with municipalities has given me a heightened appreciation of the need for creative solutions to work around bureaucratic constraints and local law limitations.

Q: Why do you feel it's important to provide support, including pro bono services and personal donations, to Lawyers Alliance?

Lawyers Alliance enables those who have been given the privilege to practice the law to fulfill their concomitant responsibility to apply those legal skills to serve underrepresented and low-income communities.



B.K. Lee

About

Employment:

Counsel, Capital Markets/
Structured Finance,
Skadden, Arps, Slate,
Meagher & Flom LLP

Graduate of:

J.D., Columbia University,
School of Law

S.M., Massachusetts
Institute of Technology,
Sloan School of
Management

M.B.A., University of
Pennsylvania,
Wharton School

B.A., Yonsei University

This profile is one in a series about people who have helped to build or been impacted by Lawyers Alliance for New York since 1969.



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Law Firm Appeal Supports Vital Legal Services for Nonprofits



Michael Schmidtberger

Lawyers Alliance's 2018-2019 Law Firm Appeal is co-chaired by **Michael J. Schmidtberger** and **Samir A. Gandhi** of Sidley Austin LLP. The funds raised help Lawyers Alliance provide legal services and educational resources to nonprofits serving low-income neighborhoods in New York City.

Mr. Schmidtberger is Chair of the Executive Committee at Sidley Austin LLP. His principal areas of practice are securities and futures-related funds and corporate transactions, including related regulatory matters. He advises and represents clients in domestic and international offerings of hedge funds, fund of funds, public and private commodity pools and structured derivative and principal-protected transactions. Mr. Schmidtberger joined the firm in 1990 and became a partner in 1993.

Mr. Schmidtberger remarks, "As Lawyers Alliance prepares to celebrate its 50th anniversary in 2019, Sidley Austin is especially pleased to provide leadership on this year's Law Firm Appeal. Each dollar contributed by major law firms will help ensure that New York City's nonprofits have access to critical legal assistance, ensuring that children,

the elderly, families and individuals throughout our city experience an improved quality of life."

Mr. Gandhi is Managing Partner of Sidley Austin LLP's New York office and co-practice leader of the firm's New York Corporate group. He previously served on Lawyers Alliance's Board of Directors and is a current member of the Board of Advisors. His practice focuses on capital markets offerings, corporate matters, and private equity transactions. He represents issuers and underwriters in a broad range of capital markets activities and has extensive experience advising corporate clients on disclosure and governance matters, complex financial structures, public offerings and private placements. Mr. Gandhi joined the firm in 1993 and became managing partner in 2018.

Mr. Gandhi says, "I know from my long-term involvement with Lawyers Alliance the significant impact the organization has on the nonprofit and legal sectors. We are delighted to spearhead this annual Law Firm Appeal, which will allow Lawyers Alliance to continue providing rewarding pro bono opportunities to business and transactional lawyers and making a difference in people's lives."



Samir Gandhi