



IN MEMORIAM:

Neal W. Johnston
1939 - 2010

IN 1969, A GROUP OF law firm associates met while working on John Lindsay's 1968 mayoral re-election campaign. As young lawyers, they felt they were inadequately integrated into the profession, lacked outlets for public service work, and needed a forum to share these interests with others. Out of these concerns, the Council of New York Law Associates was born.

Neal Johnston was selected by his peers to serve as the Council's first Steering Committee Chairman. In the first year, the Council attracted more than 500 associates as members, drawn primarily from large law firms in New York City.

In 1970, Neal served as the Council's first Executive Director, and the Council began circulating lists of pro bono projects within the City's largest law firms. In the early 1970s, the Council membership quickly rose to over 3,000 members and was active in addressing many of the issues of the day.

Over the next two decades, the Council increasingly emphasized pro bono service for nonprofit and community development organizations that were becoming potent forces for improving the quality of life in New York City neighborhoods. In one of its more prominent projects, Council volunteers assisted many first-time homebuyers in acquiring homes, in turn helping to restore the South Bronx into a vital community.

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Lawyers Alliance recognizes and remembers with fondness its founder, Neal W. Johnston, who passed away on May 24, 2010



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Fresh Food Choices for Disadvantaged Communities

Close to 1.7 million New York City residents currently receive food stamps and many live in neighborhoods that offer only limited healthy food options.

Ribbon cutting ceremony at the new Harvest Home Farmers' Market at Bellevue Hospital in Manhattan.

Community-based food organizations are working to make fresh produce available to families living in communities traditionally underserved by grocery stores and other fresh food markets. Close to 1.7 million New York City residents currently receive food stamps and many live in neighborhoods that offer only limited good-value, healthy food options. Lawyers Alliance clients, such as farmers markets, food cooperatives and community supported agriculture outlets, work to expand the availability of healthy, affordable food options. Lawyers Alliance also works with community gardens, food banks, food pantries, Meals on Wheels programs, soup kitchens, and school nutrition and wellness programs.

Farmers Markets

There are more than 120 farmers markets throughout the five boroughs of New York City. Thanks to State and City initiatives, there has been an increase of low-income shoppers at these markets. A pilot project to provide wireless Electronic Benefits Transfer (EBT) card readers to New York City farmers markets enabled \$250,000 in EBT sales last year (Source: NYCCA).

The markets are generally organized by, or in conjunction with, a local nonprofit community organization. Multiple for-profit vendors typically assemble together as a market, operating regularly in public or private places. Community organizations usually have written policies governing the terms of vendor participation in farmers markets, including provisions on governance, allowable products, and insurance and permits.

Case Example: Nonprofit organization **Harvest Home Farmers' Market** (Harvest Home) operates in some of the City's most economically distressed areas in spaces controlled by the City of New York, Department of Parks and Recreation, or other

community partners. Harvest Home brings together farmers and producers who pay a fee to sell at Harvest Home's markets. Participating farmers must submit a crop plan and follow rules regarding what they are allowed to sell.

Lawyers Alliance and pro bono attorneys from **Morrison & Foerster LLP** helped to clarify the terms of Harvest Home's relationships with community partners that are hosting markets. Attorneys prepared market operating procedures, drafted bylaws, amended its Certificate of Incorporation, and drafted a conflict of interest policy. Attorneys also assisted Harvest Home with drafting memoranda of understanding that could be adapted for individual community partners and more clearly define Harvest Home's relationship with each such organization. Today, Harvest Home operates 21 markets in the Bronx, Brooklyn, Manhattan, and Queens and enables customers to shop with their food stamp benefits card, EBT, through the use of tokens at the market.

Food Cooperatives

Food Cooperatives, or co-ops, are like supermarkets but the members of the cooperatives are volunteer workers as well as customers, thereby helping to reduce both cost and prices. Generally formed as a member cooperative that is owned by its members (who also buy the co-op goods) rather than outside investors, such member co-ops are usually a nonprofit corporation under New York State law, but do not seek recognition of 501(c)(3) tax-exempt status under federal law.

Case Example: Recognizing that their community was in great need of an affordable healthy food store accessible to all, **Greene Hill Food Co-op** (Greene Hill) volunteers started to meet regularly in early 2008. Close to a year later, Lawyers Alliance and pro bono attorneys from **Linklaters LLP** began work to review Greene Hill's proposed co-op structure. They first drafted and filed a certificate of incorporation as a cooperative corporation. Greene Hill is now incorporated as a not-for-profit membership cooperative under New York State law. Next in the process came developing bylaws, which Greene Hill's membership approved in February 2010. In addition, attorneys helped to put in place a multi-tiered member investment program, which is instrumental for the co-op to raise money and provides options for members with limited incomes.

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Law Firm Appeal Reaches New Heights

Just two years ago, Lawyers Alliance’s law firm appeal topped \$600,000 for the first time in our 40-year history. More recently, the 2009-2010 appeal raised \$651,600, setting a new record and exceeding the goal for the year.

Lawyers Alliance thanks our two outstanding appeal co-chairs **Philip T. Ruegger III** and **John D. Lobrano** of Simpson Thacher & Bartlett LLP for

their leadership in these challenging economic times. Each year, the appeal helps to underwrite direct legal services and educational resources for more than 550 New York nonprofit organizations.

Lawyers Alliance would also like to thank the 61 firms represented in the 2009-10 law firm appeal for their generosity:

Akin Gump Strauss Hauer & Feld LLP
Arnold & Porter LLP
Becker, Glynn, Melamed & Muffly LLP
Bernstein Litowitz Berger & Grossmann LLP
Bingham McCutchen LLP
Cadwalader, Wickersham & Taft LLP
Caplin & Drysdale
Chadbourne & Parke LLP
Cleary Gottlieb Steen & Hamilton LLP
Condon & Forsyth LLP
Covington & Burling LLP
Cravath, Swaine & Moore LLP
Davis Polk & Wardwell LLP
Debevoise & Plimpton LLP
Dechert LLP
Dewey & LeBoeuf LLP
Dickstein Shapiro LLP
Duane Morris LLP
Epstein Becker & Green, P.C.
Fried, Frank, Harris, Shriver & Jacobson LLP

Gair, Gair, Conason, Steigman, Mackauf, Bloom & Rubinowitz
Goldfarb & Fleece LLP
Goodwin Procter LLP
Greenberg Traurig, LLP
Holland & Knight LLP
Hughes Hubbard & Reed LLP
Johnston & Johnston LLP
Kaye Scholer LLP
Kenyon & Kenyon LLP
Kirkland & Ellis LLP
Kramer Levin Naftalis & Frankel LLP
Linklaters LLP
Mayer Brown LLP
McDermott Will & Emery
Menaker & Herrmann LLP
Morgan, Lewis & Bockius LLP
Morrison & Foerster LLP
Nixon Peabody LLP
Orrick, Herrington & Sutcliffe LLP
Osler, Hoskin & Hartcourt LLP

Outten & Golden LLP
Patterson Belknap Webb & Tyler LLP
Paul, Hastings, Janofsky & Walker LLP
Paul, Weiss, Rifkind, Wharton & Garrison LLP
Pillsbury Winthrop Shaw Pittman LLP
Proskauer Rose LLP
Schulte Roth & Zabel LLP
Seyfarth Shaw LLP
Shearman & Sterling LLP
Sidley Austin LLP
Simpson Thacher & Bartlett LLP
Skadden, Arps, Slate, Meagher & Flom LLP
Sonnenschein Nath & Rosenthal LLP
Stillman, Friedman & Shechtman, P.C.
Stroock & Stroock & Lavan LLP
Sullivan & Cromwell LLP
Wachtell, Lipton, Rosen & Katz
Weil, Gotshal & Manges LLP
White & Case LLP
Winston & Strawn LLP
Wollmuth Maher & Deutsch LLP

Community Supported Agriculture (CSA)

A CSA gives consumers the opportunity to buy a share of the harvest during the season from a local farmer. By purchasing directly from farmers, CSAs reduce intermediaries and are among the least expensive ways for consumers to purchase fresh local food.

Case Example: Just Food’s mission is to unite local farms and city residents of all economic backgrounds with fresh, seasonal, sustainably grown food. One of the ways Just Food tackles deficiencies in food access is by promoting Community Supported Agriculture (CSA) initiatives. Lawyers Alliance and pro bono attorneys from **Sullivan & Cromwell LLP** assisted Just Food with reviewing legal issues associated with forming multiple community supported agriculture programs, ranging from forms of membership

agreements to liability issues. Since 1996, Just Food has helped to start over 100 CSA programs in NYC.

For more information on Lawyers Alliance’s Economic Development work, please contact **Neil Stevenson** at (212) 219-1800 ext. 273 or nstevenson@lawyersalliance.org.



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Photo courtesy of Johnston family album.

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In 1991, the Council, no longer an organization comprised exclusively of (and for) young associates, changed its name to Lawyers Alliance for New York. Today, Lawyers Alliance continues the work that reflects Neal's belief that lawyers could and should be a vital force for positive change.

Neal was born in Illinois, and graduated from the University of Chicago and Harvard Law School. He was an Associate at Paul, Weiss, Rifkind, Wharton & Garrison LLP before starting his own practice. He was also Deputy Chief of Litigation for the New York State Attorney General; Chief of Staff to the President of the New York City Council; and a fellow of the Association of the Bar of the City of New York. His wife Eden Ross Lipson predeceased him. He is survived by his four children, Delari, Tara, Margo and Garth; his two brothers Warner and Scott; and his former wife, Judy Johnston.

A man of strong conviction, Neal mobilized the best and brightest in the profession on the great issues of the day. His generosity of heart and spirit are remembered by all who knew him. His vision, shared by other founders and early members of the Council, lives on in Lawyers Alliance for New York, and we are eternally grateful to him.

Lawyers Alliance is celebrating Neal's life and legacy at a memorial event at the Association of the Bar of the City of New York on October 1, 2010 starting at 5 pm. Contributions in his memory may be made to Lawyers Alliance for New York. Please contact Development Director **Erika Byrnes** at ebyrnes@lawyersalliance.org or 212-219-1800, ext. 230, or visit us online at www.lawyersalliance.org/for_donors.php.

Then and Now

Year One: 1969-1970

- » Council of New York Law Associates forms in September 2009.
- » Council recruits more than 500 law firm associates in first year.
- » Council publishes first newsletter, including list of pro bono opportunities, in December 1969.
- » First Speakers Forum, featuring Ralph Nader, draws 200 members in January 1970.
- » Neal Johnston becomes first Executive Director in June 1970.
- » Council operates out of space provided by the Association of the Bar of the City of New York.
- » Attorneys volunteer for cases furthering civil rights and liberties, environmental protection, college education for low-income high school graduates, and youth justice.

Past Year: 2009-2010

- » Lawyers Alliance for New York's 14 staff attorneys and more than 1,400 volunteer attorneys represent 592 organizations.
- » Lawyers Alliance distributes weekly pro bono opportunities newsletter and makes more than 350 new pro bono placements.
- » Board of law firm partners, corporate counsel and public interest leaders guide the organization.
- » Lawyers Alliance occupies 7,200 square-feet at 171 Madison Avenue, including an on-site training facility.
- » More than 1,000 nonprofit managers participate in 50 workshops on legal issues for nonprofits.
- » Program Preservation Initiative helps nonprofits cope with the economic downturn.



Neal Johnston (center) with Bob Craft of Holland & Knight LLP and Lawyers Alliance Board Chair Edward F. Greene at a November 2009 Lawyers Alliance Open House.

Reflections from Our Board Chair and Founding Member, Edward F. Greene

“Neal was the driving force behind the founding of the Council of New York Law Associates. He was indefatigable and inspiring and helped each of us convince our law firms that what we were setting out to do would help them fulfill their pro bono obligations to the New York community and that the community would benefit from our engagement. With his encouragement and support, I became the second chair of the Council and over 40 years later now serve as chair of Lawyers Alliance of New York, the organization which evolved from the Council. We were a disparate group at the beginning each of whom went off in different directions in the 70’s, but all of us greatly admired and have fond memories of Neal. He was a distinctive personality and he will be missed. He helped create an organization of which all of us who were involved are extremely proud.”

- *Edward F. Greene, Partner, Cleary Gottlieb Steen & Hamilton LLP and formerly Steering Committee Member, Council of New York Law Associates*

Reflections and Memories

“This was a man who was truly dedicated and put his heart and soul into everything he did. He was one of the true leaders, and the Council of New York Law Associates would not have existed without him. It’s also important to remember that he was a great family man as well.”

- *Carol Bellamy, recently President and CEO of World Learning, and formerly Steering Committee Member, Council of New York Law Associates*

“The Council of New York Law Associates would never have been started if he hadn’t done it; the rest of us would never have done it.”

- *Randal R. Craft, Jr., Partner, Holland & Knight LLP, and formerly Steering Committee Member, Council of New York Law Associates*

“Mr. Johnston and his associates are to be complimented and congratulated on their concern for the public welfare and for organizing themselves in an effective manner to deal with community problems. Older members of the Bar...ought to be proud that the younger generation of lawyers is demonstrating such selfless interest in the welfare of their community. Certainly the New York law firms stand to gain from this demonstration that the practice of law in New York does not require the forgoing of opportunities for stimulating work and contributions outside the law office.”

- *From an editorial in the American Bar Association Journal, September 1970*

Lawyers Alliance Welcomes...

Lawyers Alliance for New York is pleased to announce the appointment of four new members to its Board of Directors.

Ariel J. Deckelbaum, Partner
Paul, Weiss, Rifkind, Wharton & Garrison LLP

Ariel J. Deckelbaum is a deputy chair of the Corporate Department and a member of the Mergers and Acquisitions, Private Equity Transactions, and Canadian Practice Groups. Mr. Deckelbaum's diverse practice includes mergers and acquisitions, joint ventures, alternative asset management and restructuring transactions.

Mike Delikat, Partner
Orrick, Herrington & Sutcliffe LLP

Mr. Delikat is Chair of the Global Employment Law Practice, where he represents a broad range of major corporations in all facets of labor and employment law. Mr. Delikat previously served as the Managing Director of Orrick's Litigation Division.

Mark Hoenig, Tax Partner
Weil, Gotshal & Manges LLP

Mr. Hoenig is experienced in all areas of corporate taxation, including corporate mergers, acquisitions, dispositions, organizations, reorganizations, and workouts. As Co-Chair of the Not For Profit Practice Group, he is involved in every aspect of the life of nonprofit organizations. He is also a member of the firm's Pro Bono Committee.

Brian Krisberg, Partner
Sidley Austin LLP

Mr. Krisberg's practice focuses on commercial real estate finance. For many years, Mr. Krisberg has represented investment and commercial banks and other financial institutions in the structuring and origination of commercial mortgage loans and mezzanine loans.

Lawyers Alliance Board of Directors

Edward F. Greene (Chair)
Cleary Gottlieb Steen & Hamilton LLP

Thomas H. Kennedy
(Vice Chair)
Skadden, Arps, Slate, Meagher & Flom LLP

William F. Lloyd (Treasurer)
Deloitte LLP

Patricia A. Sampson
(Secretary)
The Bank of New York Mellon

Joshua Berick
Linklaters LLP

Susan Berkwitz
Winston & Strawn LLP

Ezra Borut
Debevoise & Plimpton LLP

Ariel J. Deckelbaum
Paul, Weiss, Rifkind, Wharton & Garrison LLP

Mike Delikat
Orrick, Herrington & Sutcliffe LLP

Blair M. Duncan
Upper Manhattan Empowerment Zone Development Corporation

Louis S. Ederer
Arnold & Porter LLP

Elizabeth H. Evans
Jones Day

David J. Gilberg
Sullivan & Cromwell LLP

Celayne G. Hill
Local Initiatives Support Corporation

Mark Hoenig
Weil, Gotshal & Manges LLP

Brian Krisberg
Sidley Austin LLP

John D. Lobrano
Simpson Thacher & Bartlett LLP

Clare O'Brien
Shearman & Sterling LLP

Gregory K. Palm
The Goldman Sachs Group, Inc.

Neil Radey
Credit Suisse

Ira I. Roxland
Sonnenschein Nath & Rosenthal LLP

Stuart M. Saft
Dewey & LeBoeuf LLP



Board Member Accolades

Lawyers Alliance congratulates Board member **Ariel J. Deckelbaum** for being Named to Crain's New York Business "40 Under 40" List for 2010, a list of a "dynamic group of New Yorkers who have excelled in their respective fields."

Lawyers Alliance Board member **Stuart M. Saft**, partner and global chair of the Real Estate Practice at Dewey & LeBoeuf, was honored with a 2010 Neighborhood Achievement Award at a ceremony at Gracie Mansion hosted by Mayor **Michael R. Bloomberg** and Commissioner **Robert W. Walsh**.

Lawyers Alliance Staff

Anoush Bagdoyan
Marketing Coordinator

Avie Bertaccini
Program Associate for Client Relations

Jolynda Burton
Pro Bono Manager

Erika Byrnes
Director of Development

Nancy Cruz
Office Manager

Sean Delany
Executive Director

Elizabeth M. Guggenheimer
Deputy Executive Director

Lindsey Jones
Staff Attorney

Irini Kalamakis
Weil Extern, Staff Attorney

Douglas Kato
Director of Finance and Administration

Lemont Leige
Senior Development Coordinator

Linda S. Manley
Legal Director

Mireille Martineau
Program Associate for Pro Bono

Judith Moldover
Senior Staff Attorney

Hedwig O'Hara
Senior Staff Attorney

Susannah Nagle
Staff Attorney and Orrick Fellow

Elizabeth Perez
Staff Attorney

Aaron Perlson
Information Systems Manager

Alicia Pollard
Dewey Extern, Staff Attorney

Kaveh Sharooz
Cleary Extern, Staff Attorney

Anita Sinha
Skadden Extern, Staff Attorney

Neil Stevenson
Senior Staff Attorney

In Brief

CDFI Awards

Recently, the U.S. Department of the Treasury's CDFI Fund made awards totaling \$104.9 million to 180 community development financial institutions (CDFIs), including 19 awards totaling \$12.4 million to CDFIs based in New York State, among them several Lawyers Alliance clients. This welcome infusion of capital goes to loan funds that finance small businesses, supportive and affordable housing, health care facilities, and nonprofit organizations, as well as community development credit unions serving individuals and small businesses.

Lawyers Alliance is working with the National Federation of Community Development Credit Unions to help pair grant recipients in New York City and nationwide with pro bono counsel from law firms. Anticipated legal counsel includes due diligence, negotiation, and documentation for the financing.

Linda Levy, CEO of Lawyers Alliance client **Lower East Side People's Federal Credit Union (LESPFCU)**, describes the impact: "The most important thing about this grant is that it will enable us to make more funds available to businesses all over the five boroughs of New York City. We have almost tripled our small business lending this year ... but it's been hard because we don't have a lot of capital, so this is really going to help us help the community." Pro bono counsel from Skadden, Arps, Slate, Meagher & Flom LLP are assisting LESPFCU.

DFTA Announcement

The New York City Department for the Aging (DFTA) has announced its intent to streamline the process for contracting for congregate senior services. DFTA intends to award contracts to operate both "Innovative" and "Neighborhood" senior centers through a negotiated acquisition process to prequalified vendors. In September 2010 DFTA plans to release the application to become a prequalified vendor. Lawyers Alliance is available to assist organizations as they navigate this new process for city contracting.

Two New Staff Members

Douglas Kato, *Director of Finance and Administration*, handles Lawyers Alliance's finances, and oversees the administrative and technology functions. A Certified Public Accountant, Mr. Kato previously was controller for the American Jewish Historical Society and finance director for the American Red Cross in Greater New York. Mr. Kato graduated with a B.A. in economics from the University of California, Los Angeles.

Mireille Martineau, *Program Associate for Pro Bono*, is the day-to-day liaison between Lawyers Alliance and its volunteers. Before joining Lawyers Alliance, Ms. Martineau was the office manager at the Neighborhood Economic Development Advocacy Project. Ms. Martineau recently attained a master's degree in urban planning from the New York University Robert F. Wagner School of Public Service and her B.A. from Fordham University.



Douglas Kato



Mireille Martineau

Save the Dates

Wednesday, October 27, 2010
6:00 pm – 8:00 pm

CORNERSTONE
A W A R D S
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Honoring outstanding pro bono legal services
to nonprofits by New York's legal community

Pfizer Conference Center
150 East 42nd Street
New York, NY

Wednesday, May 18, 2011
6:00 pm

BUSINESS LAW &
LEADERSHIP
— G A L A —

**Celebrating Lawyers, Nonprofits,
and Communities**

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