



# Working Effectively with Outside Counsel: What Every Nonprofit Should Know

Monday, July 11, 2016, 12:30 – 2:00 pm ET

Venable LLP, Washington, DC

## Moderator

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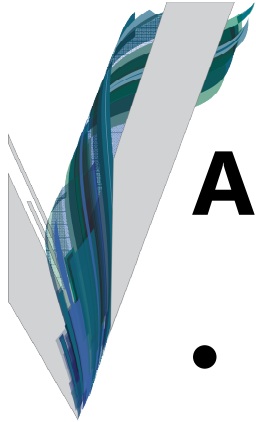
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# Upcoming Venable Nonprofit Events

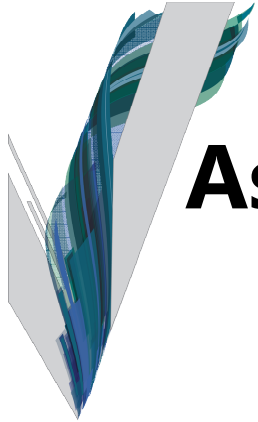
Register Now

- **August 17, 2016:** [Key Trademark and Copyright Developments Around the World: Implications for Nonprofits in China, Europe, Cuba, and Beyond](#)
- **September 20, 2016:** [How to Protect Nonprofits' Federally Funded Programs with Global Anti-Corruption Controls, co-sponsored by Venable LLP and InsideNGO](#)



# Agenda

- Assess legal needs – for today and the future
- Draft a scope
- Establish communications approaches
- Cost-effective pricing models
- Legal basics for volunteer and staff leadership in operations and strategic planning



# Assess Legal Needs





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Assets

- Preservation
- Growth

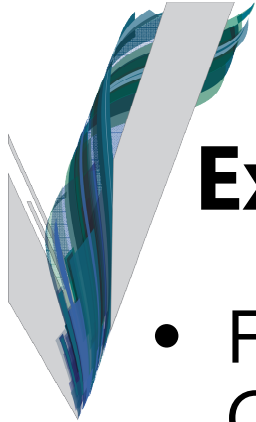
- People
- Brand
- Money
- Property
- Information

- *Crisis*

Organization

- Stability
- Change
- Mission Delivery

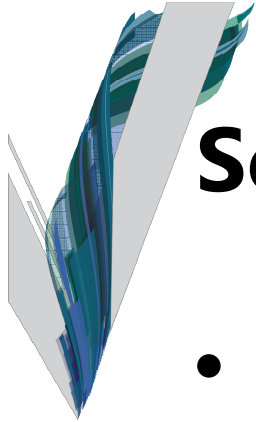
- Corporate Basics
- Core Services & Products
- Innovation



## Examples

- First employee hire in California
- Increasing reliance on grants from a European multi-national organization
- New service program sold to individuals not qualified to be association members
- IT breach causes loss of your prospect contacts in database that is on the organization's server

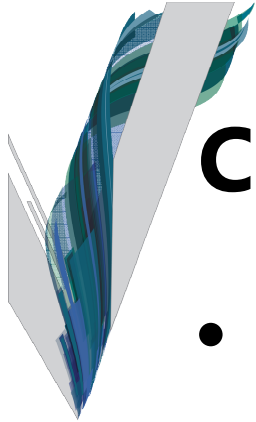




## Scope the Work

- Urgent or longer term
- One-time fix, long-term implications, or process-oriented
- Risk management of existing situation or change or growth planning
- Geographic expertise
- Affiliates or related entities
- Expected work product form
- Budget





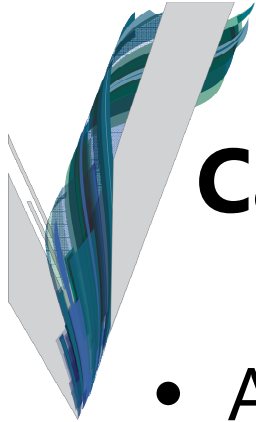
## Case Study #1

- New technology system is being purchased for keeping donor data
- International sharing is planned
- The director of IT was told to talk to lawyer who did your nonprofit's lease agreement for a quick review of the technology contract



# Considerations in Engaging Counsel

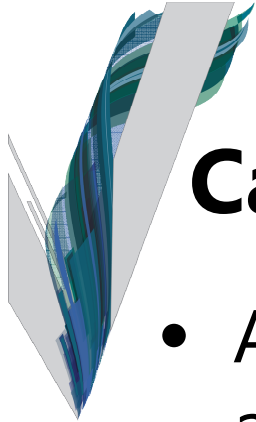
- Counsel who knows your organization versus a new firm or attorney
- Expertise in the legal area
- Experience with specific implications of a nonprofit
- References
- Proper legal, financial, and operational planning for new programs
- Reserves for unexpected and insurance



## Case Study #2

- A long-time vendor that provides the platform for your online trainings proposes a change contract that would create a revenue-sharing model.





## Case Study #3

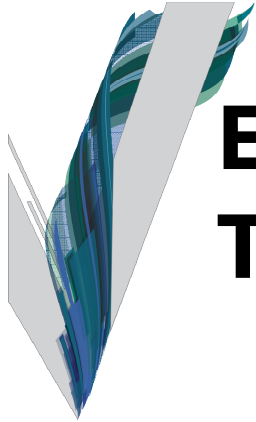
- A long-time senior manager at your association was not promoted to an executive position and begins to complain to HR, other employees, and members, saying board chairman does not like her.





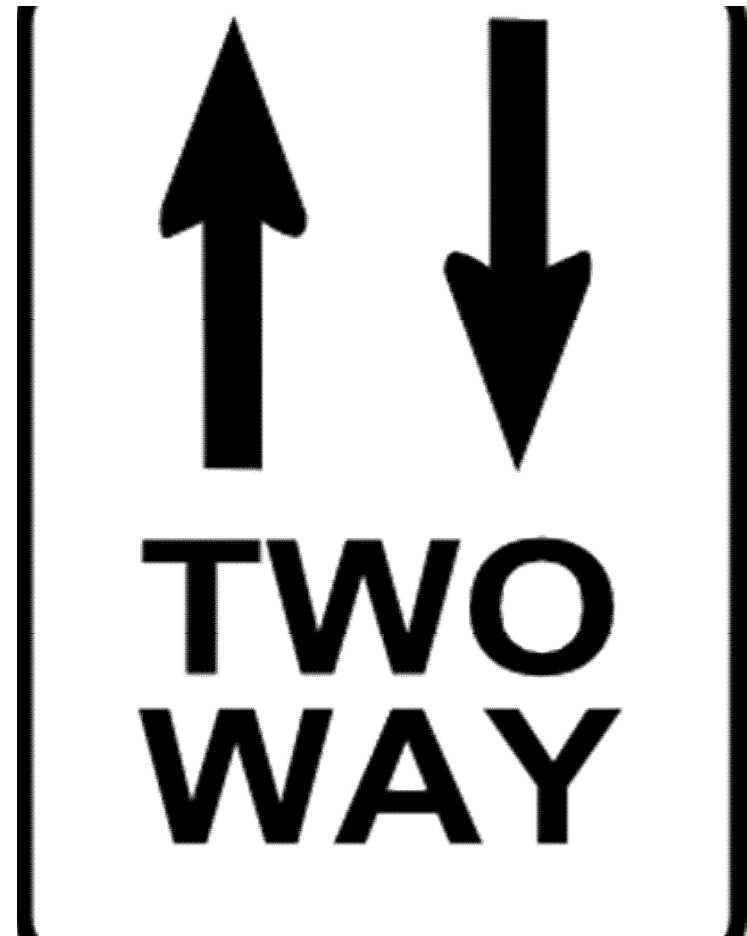
## **Case Study #3: Scope This Work and Select Counsel**

- Assets affected?
- Urgent or long-term?
- Process-oriented or one-time fix?
- Any geographic considerations?
- Any affiliates or related entities affected?
- What form would you like advice?
- What is the budget?
- Attorney who knows you and your organization?
- Expertise?



## Establish Communication as Two-Way Street

- Establish expectations up front for communications
- Frequency and form
- Voice concerns quickly and resolve





# Cost-Effective Legal Counsel

- Expertise considerations
- Hourly
- Retainer
- Capped
- Fixed-fee
- Timely billing
- General counseling value

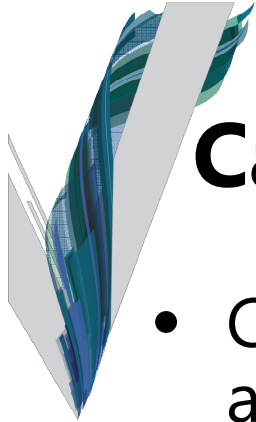


# Building a Foundation of Legal Basics

- Basics: Bylaws, policies, and filings
- Leadership is counseled and sets the standard
- Practice
  - Trainings
  - Complying
  - Maintaining
  - Processing issues
  - Planning for growth



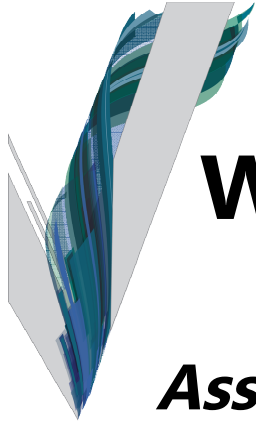




## Case Study #4

- Complaint by trade association member to director of membership about not being nominated for the board
- Association bought services from the board chairman's company (a major competitor of complaining member)





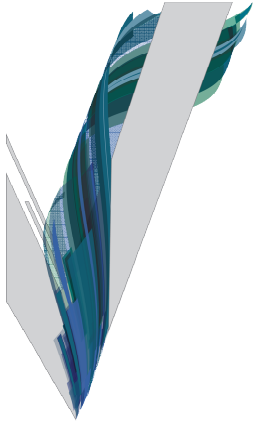
# Work Effectively with Outside Counsel

***Assess your legal need*** by knowing what your organization wants to protect or grow



***Know your attorney*** by engaging them in your organization, setting communication expectation, and finding the right expertise and fit

***Scope your legal requests*** by defining, as urgent fixes or long-term changes, geography, related entities, and budget



# Questions?

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