

Children's Services Organizations Navigate Medicaid Redesign

AS NEW YORK STATE'S MEDICAID REDESIGN continues to unfold, Lawyers Alliance's staff and volunteers are ready to help nonprofits serving low-income children and families as these organizations prepare for dramatic changes in the year ahead. Children's Medicaid Redesign is intended to provide a broader array of services that address the social determinants of health to more children and to provide more integrated continuums of care. As foster care children transition into managed care, the nonprofits that serve them will be required to negotiate multiple managed care contracts. Children who need specialized care for chronic conditions will receive care management through Children's Health Homes, an initiative to better coordinate care. At the same time, the City of New York is investing in mental health through ThriveNYC: A Mental Health Roadmap for All. These transformations bring new operational, financial, and legal challenges to our nonprofit clients.

Complying with the Health Insurance Portability and Accountability Act (HIPAA)

As nonprofit providers of children's services begin operating under managed care models, they are required to share patient information with other providers in the network and managed care companies to achieve more coordinated, efficient patient care. Pro bono healthcare attorneys are

advising our clients on how to engage in patient information sharing while still complying with HIPAA and safeguarding patient data.

Case Example: New Alternatives for Children (NAC) provides innovative and high quality services in support of medically fragile children and their families, which includes children with severe physical disabilities, emotional and behavioral challenges, and developmental disabilities. NAC serves over 3,500 children and parents through a medical clinic, mental health clinic, and 49 other programs and family services. Pro bono counsel from **Nixon Peabody LLP** guided the revision

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Photo: New Alternatives for Children

New Alternatives for Children received legal assistance with the revision of its privacy policies.



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Lawyers Alliance's Legal Program Is Thriving with New Staff

Lawyers Alliance has appointed **Stacey O'Haire Fahey** as our first Pro Bono Counsel, reflecting the continually increasing importance of pro bono legal services to the future of nonprofits. Ms. Fahey plays a central role in our client intake, volunteer recruitment and support, case management, and pro bono program staff supervision. She works with staff and pro bono colleagues throughout the United States to enhance Lawyers Alliance's law firm and corporate pro bono relationships.

Ms. Fahey comes to Lawyers Alliance after more than 20 years at Proskauer Rose LLP, first as a Health Care Associate and then as Director of Pro Bono, where she led Proskauer's award-winning international pro bono program across 13 offices and all practice areas. Ms. Fahey is a member and former chair of the Pro Bono and Legal

Services Committee of the Association of the Bar of the City of New York and a member of the New York State Bar Association Pro Bono Coordinators Network. She is well known to Lawyers Alliance, first representing nonprofits that assisted victims of September 11 and

their families, for which she received a 2002 Cornerstone Award for pro bono excellence.

Victoria Gaffney joins us as Pro Bono Associate, serving as a key liaison between Lawyers Alliance and our volunteers. She engages in pro bono outreach to law firms and corporations and coordinates the staffing of pro bono matters. Ms. Gaffney previously worked as the publications assistant at the American Association of Pharmaceutical Scientists and as a paralegal at Pepper Hamilton LLP. While working as a paralegal, she actively volunteered on pro bono projects. She received a B.A. in English from Haverford College and an M.A. in Creative Writing from Johns Hopkins.

We welcome **Joel Hochman** as Program Associate. Mr. Hochman supports outreach and program services for Economic Development, Advocacy, and National initiatives. He has a great aptitude for our database and external relations, ensuring that client, volunteer, donor, and alumni contact information is current. He supports our case closing and evaluation efforts. Mr. Hochman worked as a paralegal at the New York Legal Assistance Group (NYLAG). He also previously worked as an ESOL teaching assistant at the Colegio Público Mirasierra in Madrid, Spain. Mr. Hochman received a B.A. in Government and Iberian Studies from Wesleyan University.

**Stacey O'Haire Fahey,
Joel Hochman, and
Victoria Gaffney**



Wanted: Pro Bono Employment Lawyers to Make a Difference

Lawyers Alliance has many meaningful pro bono opportunities for employment and labor lawyers who are eager to advise nonprofit management. Staff, both paid and volunteer, are the backbone of most nonprofits, and proper personnel management is essential to a productive workforce. Pro bono lawyers regularly counsel our clients about employee classifications, differences between employees and independent contractors, hiring and supervision procedures, terminations, and personnel policies, and they assist with harassment prevention and other staff trainings.

With the U.S. Department of Labor's change in federal overtime rules, effective December 1, 2016,

many organizations welcome guidance about which of their employees are newly eligible to receive overtime pay and what, if anything, they need to do to comply. Lawyers Alliance has prepared an overview entitled *The New Overtime Rules: A Practical Guide for Nonprofits*, posted in the News and Legal Alerts section of www.lawyersalliance.org. We seek experienced pro bono attorneys who can provide legal assistance on this timely subject as well as other important employment law needs. Please contact Pro Bono Associate **Victoria Gaffney** at (212) 219-1800 ext. 203 or vgaffney@lawyersalliance.org if you would like to volunteer.

New Board Roles and Members



Darren M. Nashelsky

Lawyers Alliance's Board of Directors has elected **Darren M. Nashelsky** of Morrison & Foerster LLP as the new Board Chair and **Kimberly Brown Blacklow** of Cleary Gottlieb Steen & Hamilton LLP as Vice Chair. Mr. Nashelsky joined the

Board in 2013 and Ms. Blacklow in 2011.

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

Ellen N. Ching is a partner in Paul, Weiss, Rifkind, Wharton & Garrison LLP's Corporate Department. She focuses her practice on mergers and acquisitions, corporate restructurings, and other transactional matters. Ms. Ching has represented private equity funds and publicly traded and privately held companies across a broad array of industries, including hospitality, healthcare, shipping, and consumer products.

J. Peter Coll, Jr. is a partner and senior member of Orrick, Herrington & Sutcliffe LLP's Complex Litigation & Dispute Resolution Group. He served as a member of the firm's Executive Committee

from 2000 until 2012. During his 40 plus year litigation and trial career, Mr. Coll has argued appeals before the United States Supreme Court, the highest-level appellate courts of New York and New Jersey, and seven federal circuit courts of appeal. He was also an early member of the Board Steering Committee for The Council of New York Law Associates, Lawyers Alliance's original name.

Jennifer S. Conway is a partner in Cravath, Swaine & Moore LLP's Executive Compensation and Benefits Department. She focuses on executive compensation and employee benefit matters in connection with mergers and acquisitions, initial public offerings, and other business transactions. Ms. Conway also regularly counsels public and private companies on the design, implementation, and disclosure of equity and other compensation arrangements.

Joseph T. Verdesca is a partner in Weil, Gotshal & Manges LLP's Corporate Department and has served in the firm's Insurance practice group since 1993. Mr. Verdesca's practice focuses on insurance-related restructuring and M&A/private equity transactions, as well as representation and warranty and other transactional insurance.

We thank Mr. Nashelsky and Ms. Blacklow for their leadership and welcome our new Board members.

Lawyers Alliance Board of Directors

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2016 CORNERSTONE AWARDS

FOR PRO BONO EXCELLENCE

Thursday, November 17, 2016

6:00 p.m. – 8:00 p.m.

Hosted by Viacom

Law firm honorees:

Cahill Gordon & Reindel LLP

Dentons US LLP

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

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of NAC's privacy policies in accordance with HIPAA. The NAC Director of Quality Assurance stated, "The careful review of NAC's HIPAA policies was immensely helpful to our organization. Working with Nixon Peabody provided an opportunity to ask any questions and to close our knowledge gap. As a result, we are better equipped to operationalize all aspects of HIPAA regulations and are more confident that our processes and operations are fully HIPAA compliant."

Understanding and Reviewing DSRIP Contracts

The \$8 billion Delivery System Reform Incentive Payment (DSRIP) program is a key part of Medicaid Redesign. With the primary goal of reducing avoidable hospital use by 25 percent over five years, this demonstration project has catalyzed partnerships between hospitals and community-based organizations to collaborate on projects related to system transformation, clinical improvement, and population health improvement. Lawyers Alliance has supported community-based organizations in negotiating contracts with hospitals and understanding their obligations when participating in DSRIP projects.

Case Example: a.i.r. nyc improves the quality of life for asthmatic children and adults, helping families break the revolving cycle of poverty that is worsened by chronic disease. "a.i.r." stands for "asthma intervention and relief." With more than 15 years of experience, a.i.r. nyc is a tech-savvy and data-driven organization that has consistently reduced hospitalizations, emergency department visits, and school absenteeism



Photo: a.i.r. nyc

a.i.r. nyc works to keep children active despite their asthma.

with its home-based interventions. Pro bono counsel from **Gibson, Dunn & Crutcher LLP** assisted a.i.r. nyc in reviewing and negotiating the terms of DSRIP agreements with Performing Provider System (PPS) hospital-led entities, a nuanced process that gave a.i.r. nyc the legal heft to be competitive during a period of healthcare reform and helped to establish it as a sought-after partner. Today, more families in need receive a.i.r. nyc's services than ever before.

Negotiating Unprecedented Collaborations and Service Integration

Recognizing that mental health services and social support interventions are critical to the improvement of health outcomes, there are unprecedented incentives to foster collaboration between New York nonprofit organizations. Outside of DSRIP, the proliferation and integration of behavioral health services has led to an increasing number of collaborations between traditional medical or social services organizations and mental and behavioral health providers.

Case Example: The Committee for Hispanic Children and Families (CHCF) combines direct youth development services, education, and advocacy to expand opportunities for 17,000 children and families across New York City and to strengthen the voice of the Latino community. Pro bono attorneys from **Freshfields Bruckhaus Deringer LLP** are assisting CHCF with drafting and negotiating an agreement between CHCF and a mental health provider to offer mental health trainings and onsite mental health services at CHCF. Funding for this collaboration comes from Connections to Care (C2C), the largest public-private partnership under ThriveNYC.

Lawyers Alliance and our pro bono partners understand the importance of supporting nonprofits as they navigate an extremely complex and dynamic regulatory environment concerned with efficiencies and health outcomes. Without this critical legal assistance, children's services organizations would not be able to continue providing essential services and optimizing their ability to help children in need.

For more information on Lawyers Alliance's work with health and social services organizations, please contact Staff Attorney **Mary Burner** at (212) 219-1800 ext. 240 or mburner@lawyersalliance.org.

Children's Medicaid Redesign brings new operational, financial, and legal challenges to nonprofits.

Establish Better Relationships Through Contracts

Throughout the contracting process, nonprofits face negotiation challenges, risk allocation uncertainties, and terms that may have significant consequences. Lawyers Alliance works with nonprofits to protect their contractual interests, facilitate successful relationships with partners, and secure services that make impactful programming possible.

Vendor Contracts

While it may be tempting to sign a contract immediately to begin services as quickly as possible, doing so can result in unnecessary confusion. Assistance from a pro bono attorney will help a nonprofit organization understand and agree to the business terms of a vendor transaction and ensure that a written plan exists should the relationship sour. Additionally, the contract review and negotiation process is a chance to highlight to the vendor any particular concerns or requirements.

Case Example: Turning Point for Women and Families (Turning Point), a community-based organization in Queens, addresses the needs of Muslim women and children through crisis intervention, individual and group counseling, advocacy, outreach, education, and training. As the organization increases capacity, Turning Point's leadership sought to engage an information technology consultant to assist with its transition to an electronic database system to allow higher levels of efficiency. A pro bono attorney from **Alston & Bird LLP** worked with Turning Point to review the contract and negotiated confidentiality provisions to protect sensitive client information, and the new system is now in place.

Real Estate Leases

Commercial real estate agreements often offer both more flexibility and higher risk than residential leases. Commercial leases tend to be longer term and often shift the risk of increased costs for taxes, utilities, or repairs to tenants. There tend to be fewer standard terms and forms for commercial leases and fewer legislative protections for commercial tenants. Having an experienced attorney on your team can be crucial to an organization's financial and operational health when it is considering a new or renewed lease.

Case Example: CommonWise runs the Bronx Cooperative Development Initiative, whose mission is to end generational poverty in the Bronx through shared wealth and democratic ownership. Pro bono counsel

from **Seyfarth Shaw LLP** assisted CommonWise with the review and negotiation of CommonWise's first office space in the Bronx, where it will provide education and training to social enterprise and community development businesses in the Bronx and beyond.

Intellectual Property Licenses

Pro bono attorneys can help an organization maximize its use, and minimize others' misuse, of its name, trademark, educational materials, website content, and proprietary information. Lawyers Alliance volunteers also help nonprofit clients derive financial benefit from license agreements and craft contract terms to protect their reputations when others use their intellectual property with permission.

Case Example: World of Money (WOM) empowers youth with an immersive financial and technology education. Earlier this year, WOM developed a mobile app that provides video lessons taught by young people aged 7 to 25, designed to increase their peers' financial capabilities and knowledge. Volunteer attorneys from **Pepper Hamilton LLP** assisted WOM with the terms of agreement with the app developer; a trademark application for WOM's name, logo, and curriculum; and a parental release form for the use of minors' photos and voices on the app. The app launched on the Google and Apple platforms in July and has been downloaded 100 times. The official launch will be held in November.

Additional types of contracts include engagement letters, equipment leases, management services contracts, and subcontracts to deliver services. For nonprofits seeking legal assistance with contracts, please contact **Ellie Brandmeyer** at (212) 219-1800 ext. 278 or ebrandmeyer@lawyersalliance.org.



Photo: World of Money

World of Money empowers youth through a financial and technology education.

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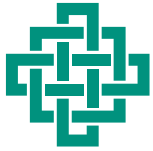
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ADDRESS SERVICE REQUESTED

2015-16 Law Firm Appeal Sets New Record

The results are in. Thanks to our outstanding co-chairs, **Michael W. Blair** and **Craig A. Bowman** of Debevoise & Plimpton LLP, Lawyers Alliance's 2015-2016 Law Firm Appeal reached a new record high of \$875,650 and included 76 participating law firms. This support helps Lawyers Alliance

and our staff-supported pro bono program to provide much needed business and transactional legal services to nonprofits and engage volunteers. We thank the co-chairs for their strong leadership, and the following firms that contributed \$1,000 or more to the annual appeal ending June 30, 2016:

Akin Gump Strauss Hauer
& Feld LLP
Allen & Overy LLP
Alston & Bird LLP
Arnold & Porter LLP
Blank Rome LLP
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& Taft LLP
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