

April 14, 2009

To: Members of the Goodwin Procter Class of 2009

As you know, in February we made the difficult decision to reduce our headcount by 38 attorneys and 35 staff, resulting in a reduction of approximately 4% in each group. As we communicated to you at the time, while Goodwin Procter is fundamentally strong and healthy, we – like most law firms – are not immune to the effects of this recession which has proven to be deeper and broader than past recessions.

Since then, we have been monitoring our capacity as a firm and watching the markets closely. While our overall business is stronger than many of our peer firms, the demand for legal services in many of our practice areas still remains flat to down as compared to last year. This poses a challenge for the firm in determining the best avenue for integrating our incoming class of 125 associates into the firm next year when there is simply not enough work to keep everyone busy in the near term.

We reviewed many options in determining how best to address this situation. Central to every option we considered was how to accommodate the greatest number of you at the firm. As a class, you are as talented a group as we have ever hired and we continue to be excited about your arrival at Goodwin. The option we concluded would best achieve our longer term goal of having the greatest number of you join us was to delay the start date of the first year class to next year and have half of you start in January 2010 and the other half start in October 2010.

Further to our firm's commitment to public service, we have developed a public interest fellowship program called "Make a Difference" (described in more detail in the attached pdf) which will offer those of you who start in October 2010 the opportunity to earn a \$60,000 stipend during the year before you start with us.

In designing the Make a Difference program, we have partnered with our pro bono client, New Profit Inc. (<http://www.newprofit.com/>), and Commongood Careers (<http://www.cgcareers.org/>), a search firm focused on the nonprofit sector, to approach and engage with a number of the most innovative and transformative nonprofits in the country. These organizations literally jumped at the chance to work with such a talented and capable group, and we have identified a substantial number of high impact positions that they are hoping our Make a Difference fellows will fill.

We will provide details of these positions to you in our Make a Difference program matching process; the positions available will allow you to work alongside executive management teams in roles that are highly rewarding and strategic. The organizations participating in the program include nonprofits that are leading some of the most important social change initiatives in the country, such as Teach For America, Citizen Schools, City Year, Stand for Children, Jumpstart and New Leaders for New Schools, to name a few.

In addition to our initiative with New Profit, we have identified many other robust, one-year assignments with a number of entities in the areas of government service, pro bono legal services, economic development and criminal justice matters. Between our New Profit partnership and organizations we have approached directly through our network of clients, contacts, pro bono partners and others, we have secured positions across the country well in excess of the approximately 60 deferrals we are seeking to achieve.

We will be providing those of you interested in the Make a Difference program with substantial assistance in finding a match with an organization, including support from Commongood Careers, who are expert in the nonprofit placement business. We have developed a process for introducing you to the opportunities,

facilitating interviews with the organizations (either in-person or by utilizing our videoconference facilities) and ensuring everyone interested ends up with a successful match.

In order to make this work, we need your cooperation. We hope this process will be self-selecting and voluntary. However, if enough of you do not volunteer to start in October 2010, we will have to ask some individuals to accept a later start date. We will manage and coordinate the election/selection process in an organized, measured and thoughtful fashion and will also arrange an opportunity for each of you to talk with a partner at the firm directly about your options and to ask any questions you may have about the process and timeframe. We have tried to anticipate some likely questions, and included responses to those in the attached Q&A document.

Once you've had a chance to review the options, we need to hear from you as soon as possible prior to **Friday, May 1, 2009**, so that we can work quickly and efficiently to finalize our start date rosters.

Later today, Joan Tagliareni, Senior Recruitment and Law School Relations Manager, ([jtagliareni@goodwinprocter.com](mailto:jtagliareni@goodwinprocter.com)), will send you a follow up e-mail that will include the name and contact information of the partner who will be in touch with you, as well as outlining the best ways for you to communicate to us your preferences.

We thank you for your patience and understanding. I know this is a difficult time. However, out of this, you will have the opportunity to do something special for a year – to make a difference. I have no doubt that those of you who choose the public interest option will look back on this year as an important moment in your careers.

We have worked hard to build an interesting program with a place for each incoming attorney, whether your start date is in January or October. We look forward to working with you to ensure that you have a meaningful experience in 2010.

Very truly yours,

Regina M. Pisa, Esq.  
Chairman and Managing Partner

# MAKE A DIFFERENCE PUBLIC INTEREST PROGRAM

Goodwin Procter supports the need to act to bring about social change.

In conjunction with our client, New Profit, and their partner, Commongood Careers, we have developed the “Make a Difference” public interest fellowship program for select associates in our incoming class. This initiative will provide fellows with stimulating and challenging opportunities in the public sector while providing strategic business and project support to our public interest partners. These partners, drawn from New Profit’s community, are some of the most innovative, transformative, and entrepreneurial nonprofit organizations in the country. We believe that by bringing together the right people with worldclass organizations, we can truly make a difference.

Since 1998, our client **New Profit** has helped a portfolio of social entrepreneurs build world-class organizations and scale their social impact. New Profit believes that just as entrepreneurship and invention have enabled our nation to create a productive, vibrant economy, so too can we harness America’s spirit of innovation, vision, and optimism to help solve our most pressing social problems.

**Commongood Careers** is driven by the vision that one day, all social entrepreneurs will be able to efficiently access and develop the talent they need to achieve their full potential for social impact. By working with innovative nonprofits to effectively recruit, retain, and develop outstanding talent, Commongood Careers is helping build strong organizations for the nonprofit sector.

Goodwin Procter’s “Make a Difference” initiative includes dozens of one-year positions with organizations working to address critical social problems in education, workforce development, public health, poverty alleviation, and conservation.



GOODWIN  
PROCTER

# “MAKE A DIFFERENCE” OPPORTUNITIES

## PROGRAM HIGHLIGHTS

- One-year assignments, beginning in October 2009
- Dozens of public service/ public interest opportunities
- \$60,000 stipend plus health-care benefits
- Positions located in many major markets, *including*
  - New York
  - Boston
  - Washington, DC
  - San Francisco
  - Los Angeles
- A unique learning opportunity – that makes a difference

Partner organizations are working to address critical social problems in five sectors:

- **EDUCATION**
- **WORKFORCE DEVELOPMENT**
- **PUBLIC HEALTH**
- **POVERTY ALLEVIATION**
- **CONSERVATION**

Representative opportunities include positions such as:

- **DIRECTOR OF STRATEGIC PARTNERSHIPS** - working closely with the CEO to advance partnerships that are critical to the group’s mission
- **DEVELOPMENT MANAGER** - working on all aspects of fundraising, donor relations and grants
- **STRATEGY AND POLICY ASSOCIATE** - supporting the National Director of Strategic Growth and addressing questions around policy and funding
- **SPECIAL ASSISTANT TO THE CEO** - focusing on support of expansion strategy, board management and other related activities



Goodwin Procter has been a long-standing supporter of Citizen Schools. Pictured, participants in the organization’s Mock Trials.

# OTHER “MAKE A DIFFERENCE” OPPORTUNITIES

In addition to the opportunities with New Profit, we’ve identified a number of other options including the following:

## LEGAL AID

- Working at agencies which provide pro bono legal assistance to low-income individuals (some facing homelessness), both generally and with respect to landlord tenant housing related matters.

## CLERKSHIPS

- Providing participants experience researching, preparing memorandum and writing draft decisions. Subject matters include a broad spectrum of civil and criminal law.

## CRIMINAL LAW

- Assisting plaintiffs and indigent defendants in both criminal cases and administrative proceedings.

## MUNICIPAL AGENCY/GOVERNMENT SUPPORT

- Working for municipal agencies by assisting in litigation, contract review and housing/development matters.
- Assisting an agency that advises on law and policy matters relating to public health and emergency management.

## FAMILY/CHILDREN LAW

- Assisting an agency which provides legal representation to children with complex legal problems; provides training to parents, advocates, school personnel, social workers, and other child welfare workers; and provides resource and referral information on education, child welfare and juvenile justice issues.
- Working for an agency which advances the rights of women in areas such as gender equity in education and employment, economic security, health and reproductive rights.

## IMMIGRATION LAW

- Working on an immigration project that seeks to secure safety and freedom for asylum-seekers who have fled from persecution throughout the world, and to promote the rights of immigrants unjustly detained.

## VICTIM RIGHTS/CIVIL RIGHTS

- Assisting in the representation of individuals in various matters relating to physical safety, housing, employment, education, immigration, privacy, financial compensation and other victim rights in the criminal justice system.
- Working for an agency which represents individuals with claims of discrimination based on race, gender, national origin, disability, age, religion and sexual orientation.

