

This policy has been provided by Corporate Pro Bono (CPBO). A national pro bono partnership project of the Association of Corporate Counsel (ACC) and the Pro Bono Institute (PBI), CPBO is the premier resource for in-house corporate counsel seeking to do pro bono. Through online services, technical assistance to the in-house community, and educational outreach materials, CPBO encourages and supports the participation of in-house counsel in pro bono legal services. For more information, go to www.cpbo.org. Materials from CPBO and the CPBO Web site may not be further copied or disseminated without written permission from CPBO.

PRO BONO AND COMMUNITY SERVICE POLICY OF THE COCA-COLA COMPANY'S LEGAL DIVISION

Pro Bono/Community Service Policy Statement

The Coca-Cola Company (“Coca-Cola” or “company”) recognizes the importance of good corporate citizenship. As a result, Coca-Cola supports the communities in which it does business, both through financial support and encouragement of volunteer assistance by Coca-Cola employees. Consistent with that tradition of community support and involvement, lawyers, legal assistants, and Legal Division support staff employed by Coca-Cola are encouraged to provide and have provided *pro bono* legal and other services in their communities. These *pro bono* and community service activities are vitally necessary. Studies conducted by the American Bar Association, state bars, and others have consistently found that 80% or more of low-income individuals and families with a serious legal problem are unable to secure the assistance they need because they lack the funds to hire an attorney. There is strong evidence that community and non-profit groups are also forced to forego critically important legal help due to their limited financial resources.

Pro bono and community services benefit not only the individuals or organizations served and their communities; such services also benefit the individuals providing those services, as well as the company itself. Individuals who undertake *pro bono*/community service work have the opportunity to (1) hone their skills as attorneys, counselors, legal assistants and support staff, (2) gain exposure to new areas of the law, (3) work with their colleagues at the company and with other attorneys, legal personnel and legal groups, (4) derive personal satisfaction from helping others, (5) help in improving society’s view of lawyers and the legal profession in general, (6) increase their awareness of the diversity in his/her community and (7) become more involved in their communities. In addition, Coca-Cola lawyers, like all attorneys, bear a special responsibility to provide this assistance, as shown by Rule 6.1 of the American Bar Association Model Rules of Professional Conduct, which provides that each lawyer “should aspire to render at least fifty (50) hours of *pro bono* legal services per year.” The company’s goals are furthered by: using legal skills to support and strengthen the community; employing well-rounded attorneys, legal assistants and other Legal Division personnel; creating opportunities for the Legal Division to work cooperatively with other divisions and departments of the company; and reinforcing the company’s image as a good corporate citizen.

Given the compelling need for *pro bono* legal assistance and community service, acknowledging the ethical responsibility of all attorneys to perform *pro bono* service, and in furtherance of Coca-Cola’s long tradition of volunteerism and overall commitment to the well-

being of the communities in which it operates and in which its employees live, the Executive Committee of the company strongly supports the creation of a formal *pro bono*/community service program for Coca-Cola attorneys, legal assistants and Legal Division support staff and encourages every Legal Division employee to participate in *pro bono*/community service. Accordingly, the following *Pro Bono* and Community Service Policy is intended to outline the *pro bono*/community service program available to the members of Coca-Cola's Legal Division.

“Pro Bono/Community Service” Defined

Pro bono/community service means the rendering of professional legal services and/or community services directed towards the needs of persons with limited means, without the expectation of compensation, regardless of whether such services are performed during regular work hours or at other times. Such services can include service as an officer or director of a charitable or civic organization or other non-legal volunteer activities directed towards the needs of persons with limited means.

Pro Bono/Community Service Participation

Every employee of the Legal Division is encouraged to provide *pro bono* legal or community service. *Pro bono*/community service work may be undertaken during the work week, *so long as that work does not interfere with other assigned responsibilities*. If a particular *pro bono* or community service project is likely to require more than ten hours away from regular work assignments during the course of the project, the employee must obtain prior approval from his/her manager before undertaking the project. Associates must complete a *Pro Bono/Community Service Intake Form* (the “Intake Form”) for **all** *pro bono* matters and for any community service matter that is likely to require more than ten hours away from regular work assignments. The completed Intake Form will be submitted to the Chairperson of the *Pro Bono/Community Service Committee*. *Pro bono*/community service matters must be handled with the same level of competence as any other matter handled by members of the Legal Division.

No Legal Division employee will be adversely affected by a decision to participate in a *pro bono*/community service project, as long as participation does not interfere with regular work assignments. On an annual basis, the Legal Division will conduct a survey to determine the total number of *pro bono*/community service hours contributed during the past year and the nature of the *pro bono*/community service work undertaken and will issue a summary report of the status of *pro bono*/community service work.

Working with Other Coca-Cola Staff and Departments

Coca-Cola strongly supports community service on the part of all its employees through a variety of programs including its Community Service days and Reaching Out program, among others. Currently, many Coca-Cola employees serve as volunteers for a wide range of programs. Particularly notable are programs that parallel the company's charitable giving efforts by addressing needs in the areas of homelessness and hunger, and assistance with education efforts in local schools. Legal Division employees are strongly encouraged to participate in

ongoing community service programs (including Reaching Out activities) as well as participating in programs specifically directed at the provision of *pro bono* legal services. Participation in Community Service days, Reaching Out programs and other company-sponsored projects that meet the definition of *pro bono*/community services will be counted toward the Legal Division's *pro bono*/community service efforts.

Pro Bono/Community Service Committee

To underscore the company's support for *pro bono*/community service, the Legal Division has established a *Pro Bono/Community Service Committee* to oversee the Legal Division's *pro bono*/community service program, to coordinate the Division's *pro bono*/community service activities with the company's other volunteer and community efforts, to ensure that all *pro bono*/community service matters are adequately supervised, and to make appropriate training, materials and mentors available for all Legal Division personnel participating in *pro bono*/community service activities. The Committee will include individuals representing the various types of Legal Division employees. The General Counsel will appoint the chairperson of the Committee, who will be responsible for ensuring that the membership of the committee is representative of the Division. The Committee will meet regularly, in person or by teleconference, to deal with any operational or policy issues that may have arisen, to review and revise the list of resources for *pro bono* and community projects, to make recommendations with respect to budgetary matters, to assess the progress of the *pro bono*/community service program and to develop plans for additional elements of the *pro bono*/community service program, such as awards or publications.

The *Pro Bono/Community Service Committee* will establish a *pro bono*/community service site on the Coca-Cola Legal Division's Intranet that will contain, among other things: this Policy; a listing of resources; upcoming events; information on *pro bono*/community service opportunities; training materials and forms where appropriate; and malpractice insurance information. The current members of the *Pro Bono/Community Service Committee* also will be listed on the *pro bono*/community service site.

- Intake, screening and conflict checks

Periodically, the *Pro Bono/Community Service Committee* will circulate a list of available *pro bono*/community service opportunities (including new matters requiring assistance, clinics staffed by company attorneys, projects coordinated with various appropriate non-profit entities, etc.) to all Legal Division personnel. Individuals undertaking representation of any *pro bono* client will be responsible for ensuring that such representation does not create a conflict with representation of The Coca-Cola Company, or subject the company to ridicule or embarrassment, before such representation can be undertaken. While pre-approval of *pro bono*/community service projects is not required, you should undertake to identify and discuss with the Committee any potential legal issues or conflicts of a philosophical or policy-driven nature. Nevertheless, for any *pro bono* representation, Legal Division employees should complete the company's *pro bono* representation agreement and Intake Form, found on the *Pro Bono/Community Service Committee* website, obtain the client's signature, and forward a copy

to the Committee chairperson. The Intake Form should be completed and provided to the chairperson prior to commencing work on a *pro bono* representation, or as soon as practicable after starting the representation.

Although the Legal Division strongly endorses participation in the program, participants are not acting as company representatives or employees with respect to the matters they undertake, and the company does not necessarily endorse positions taken on behalf of *pro bono* clients.

The Legal Division also encourages its personnel to bring to the Committee's attention *pro bono*/community service matters that do not come from the list of resources promulgated by the Committee but are of particular interest. To do so, the employee should contact any member of the *Pro Bono/Community Service Committee*.

- ***Pro bono/Community Service teams***

Unanticipated travel, other time demands, or the nature of the *pro bono*/community service matter or project may, for some *pro bono*/community service matters, support the staffing of a *pro bono*/community service matter by more than one Legal Division employee. A team may include in-house attorneys, legal assistants, and staff. A team approach not only ensures adequate staffing of the matter, but also promotes collegiality. Please contact the Committee to obtain assistance in finding other Legal Division personnel to help staff projects for which a team approach is necessary or desirable.

- **Support staff**

Because the Legal Division is committed to enabling all Legal Division personnel to participate in *pro bono* and community service activities to the extent possible, support staff and legal assistants are encouraged to participate. In addition, as with any other work assignment, individuals doing *pro bono*/community service work can utilize Legal Division legal assistants, secretaries and other support staff in a manner consistent with the job responsibilities of those associates.

- **Use of company facilities**

Legal Division personnel may use company facilities as appropriate to carry out the *pro bono*/community service engagement. Ordinary expenses (*e.g.*, parking, gas mileage and the like) for *pro bono*/community service engagements may be submitted for reimbursement. Expenses exceeding \$500 should be submitted to the Committee for **prior** approval. The Legal Division will bear the expenses of these *pro bono*/community service efforts, and it is recommended that the Division set up a separate budget line item in order to track these expenses. Division employees should make every effort to control expenses (*e.g.*, by using *in forma pauperis* procedures rather than paying a filing fee or using litigation funds available from the referral organization), just as they would for any other legal matter.

Although the company and the Legal Division strongly endorse participation in *pro bono*/community service activities, Legal Division personnel participating in such activities must act on an individual basis, rather than as representatives or employees of the company. Therefore, volunteers should not use the company's stationery or vehicles for *pro bono*/community service activities or otherwise engage in any other acts likely to convey the impression that the company is providing legal services. Volunteers should use the stationery provided by the *pro bono* referral organization or agency, or, if no such stationery is provided, non-company letterhead.

Those participating in *pro bono*/community service work should keep track of the numbers of hours spent on this work to enable us to evaluate the level of *pro bono*/community service participation in the Legal Division.

- **Malpractice Insurance**

Generally, organizations that act as project sponsors and *pro bono*/community service referral organizations carry malpractice insurance that provides coverage for individuals working with these groups. In addition, the company's insurance policy covers company attorneys while performing *pro bono* legal services to indigent clients or non-profit public interest groups, if the company's prior written consent has been obtained. This Policy will act as the company's prior written consent for company attorneys to provide *pro bono* legal services when such services are afforded in accordance with this Policy.

While many years of experience prove that *pro bono* matters rarely result in a professional liability claim, it is essential that the General Counsel and the Committee be advised as early as possible in the event that a claim or disciplinary complaint is filed concerning a *pro bono* matter. If a claim is received by a volunteer, the claim and all relevant details must be immediately forwarded to the *Pro Bono/Community Service Committee*.

- **Attorneys not licensed in the jurisdiction in which they are located**

Some company attorneys wishing to do *pro bono*/community service work may not be licensed to practice in the jurisdiction in which they are currently located. If that is the case, please consult the Committee. In some states, attorneys from other jurisdictions are able to file an appearance in *pro bono*/community service matters. It is also possible to locate *pro bono*/community service opportunities that do not require court appearances. In addition, attorneys not licensed to practice in the particular jurisdiction may team up with other company counsel who are licensed.

- **Supervision, mentoring, training, and support**

Because some company-approved *pro bono*/community service matters and projects may require Legal Division personnel to work outside of their areas of expertise and skill, the Division will make available to all *pro bono*/community service volunteers a wide range of substantive support services to enable them to provide the most effective and efficient representation possible in *pro bono*/community service matters. These include:

- Supervisory attorneys from within the Legal Division to provide assistance to legal assistants and support staff volunteering on *pro bono*/community service matters. Supervisors are available to discuss issues that may arise in the course of the *pro bono*/community service activity, to review draft documents, to execute documents where attorney approvals are required and to perform any other necessary actions.
- Training materials: Handbooks and other materials are available both in the Legal Division and through the approved *pro bono*/community service agencies with whom the company works. In addition, volunteers are authorized to use electronic legal research time for *pro bono*/community service matters. Training materials are also available on the Internet, including at the CorporateProBono.org web site, www.cpbo.org. If you cannot locate the specific materials or information you need to fully prepare your *pro bono*/community service case or matter, contact the Committee, which can assist you in obtaining that information.
- Training programs: A number of *pro bono*/community service referral organizations and law firms have offered to provide in-service training for Legal Division personnel. In addition, Legal Division personnel are eligible to attend regularly scheduled training programs offered off-site by these groups.
- **Outside Counsel**

As part of the Legal Division's use of key firms, we encourage employees to partner with key law firms where appropriate in connection with *pro bono*/community service activities. The Committee will post on the Legal Division website information regarding *pro bono*/community service contact persons for each of the Division's key firms.

December, 2002

Deval Patrick
Executive Vice President and General Counsel