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## REBBL YELL

*A team of Latham lawyers takes on a unique pro bono matter.*

WHEN LATHAM & WATKINS agreed to take on the nonprofit Not For Sale as a pro bono client last year, it never expected to be in the beverage business. But then the organization, which is devoted to combating human trafficking and modern day slavery, decided to launch a bottled tea line. "We agreed to go down this path with them because we were so committed to the cause of ending human trafficking," says London-based Latham partner William Voge.

Lawyers at Latham & Watkins have devoted more than 1,000 pro bono hours to help launch REBBL, a line of bottled teas that hit U.S. grocery store shelves last month. REBBL, whose name is an acronym of its ingredients—roots, extracts, berries, barks, and leaves—is produced with ingredients grown in the Amazonian jungles of Peru and harvested by indigenous men, women, and children in the region who are at risk of being sold into slavery. (The tea line includes such flavors as hibiscus mint, ginger citrus, and forest berry.)

The relationship between Latham and the nonprofit began in January 2011, when Voge received an email from Not For Sale's director of operations, Laura Aguirre, asking for help on cross-border and contractual issues.

Latham agreed to take on Not For Sale, and the firm's attorneys in the United States, Asia, and Europe got busy working on a variety of assignments, such as drafting contracts for organizations in Romania, Thailand, and the Netherlands that

Not For Sale was funding, and advising on intellectual property protection for apparel and other items the organization sold online.

By the spring of 2011, the founders of Not For Sale decided to go a step further and create a for-profit company that would fight poverty by creating jobs for at-risk communities. The idea for REBBL came out of a brainstorming session between Not For Sale founders and a group of technology, marketing, and financial professionals. One of the ideas floated that day—a for-profit tea line produced from ingredients grown in the Amazon and harvested by Peruvians—fit the bill. "This is an attempt to have a social impact with an economic solution that's scalable," says David Batstone, president and cofounder of Not For Sale.

While Voge and other Latham partners thought the idea was laudable, bringing the product from the idea stage to the marketplace would require legal counseling and tasks that the firm hadn't previously provided as part of a pro bono matter. "There was some trepidation, because this was far from a typical pro bono assignment," Voge says.

Getting REBBL up and running involved at least eight different work streams for



WILLIAM RIESER

Latham's attorneys. They worked on such matters as intellectual property, employment contracts, supplier contracts, and investor contracts, but a key piece of the work was creating REBBL's corporate structure. Latham attorneys set up REBBL as a separate company that would be funded by a set of investors who provided the seed money to develop the teas and bring them to market, and then added a licensing agreement between REBBL and Not For Sale that would provide the

nonprofit with a portion of the revenues generated from REBBL sales. "This was a rare pro bono assignment in which corporate attorneys could make use of the skills directly related to their practice, because it was all about creating a sustainable model and process that would allow revenues to flow to Not For Sale," says New York-based corporate partner Raymond Lin, who oversaw the legal work related to the launch.

Thus far, more than 100 Latham lawyers have devoted a total of 3,600 hours of pro bono to the nonprofit. And in addition to the satisfaction of helping out a worthy cause, the attorneys received a tangible reward: "Everybody at Latham has gotten a fair amount of tea," says Voge. —DREW COMBS