

PRO BONO POLICY ALTRIA GROUP, INC.

Introduction

Altria Group, Inc. recognizes the importance of good corporate citizenship. Accordingly, the corporation supports the communities in which it maintains offices and facilities, both through financial support and encouragement of volunteer assistance by employees of the Altria family of companies. Consistent with that tradition, lawyers employed by Altria companies have provided *pro bono* legal services in their communities. In addition, Altria lawyers, like all attorneys, bear a special responsibility to provide this assistance, as evidenced 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 (50) hours of *pro bono* legal services per year.” 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. While comparable studies have not been undertaken with respect to community and non-profit groups, there is strong evidence that many of these organizations are also forced to forego critically important legal help due to their limited financial resources.

Pro Bono Policy Statement

In light of the compelling need for *pro bono* legal assistance, in recognition of the ethical responsibility of all attorneys to perform *pro bono* service, and in furtherance of the overall commitment of Altria Group, Inc. to contribute to the well-being of the communities in which it operates and its employees live, Louis Camilleri, Chairman of the Board and Chief Executive Officer, and I strongly support the *pro bono* program for Altria attorneys and encourage every attorney to participate in *pro bono* service. The following Pro Bono Policy is intended to outline the *pro bono* program available to the lawyers of Altria Group, Inc. and its subsidiaries and operating companies in the United States (hereinafter “Altria” or “Company”). The Policy updates the policy issued in January 2001 at the creation of the formal *pro bono* program.

An attorney’s willingness to serve the community evidences a level of professionalism highly praised by the Company. Participation in the *pro bono* program increases each attorney’s awareness of the diversity in their community as well as improving the attorney’s professional ability and understanding of the community in which that attorney lives. In addition, engaging in *pro bono* work is consistent with the Altria tradition of contributing to our communities.

Pro bono services benefit not only the individuals or organizations served and their communities; they also benefit individual lawyers who provide such services, as well as the corporation itself. Individual lawyers who undertake *pro bono* work have the opportunity to hone their skills as attorneys and counselors, gain exposure to new areas of

the law, work with their colleagues at the corporation and with other attorneys and legal groups, derive personal satisfaction from helping others, and become more involved in their communities. The corporation's goals are furthered by using legal skills to support and strengthen the community, employing well-rounded attorneys, and creating opportunities for the law department to work cooperatively with other departments in the organization. As provided in Rule 6.1 of the Model Rules, *pro bono* services may include "charitable, religious, civic, community, governmental and educational organizations in matters which are designed primarily to address the needs of persons of limited means" The Comment to that rule "recognizes the value of lawyers engaging in activities that improve the law, the legal system or the legal profession[,]" including service on bar association committees, *pro bono* boards, legal services programs, or as a continuing legal education instructor.

Pro Bono Participation

Every attorney is encouraged to provide *pro bono* legal services, so long as the *pro bono* referral agency or individual matter has been pre-approved. The Model Rules state that each "lawyer should aspire to render at least (50) hours of *pro bono publico* legal services per year." (Rule 6.1.) A current list of pre-approved *pro bono* referral agencies is attached as an Appendix. *Pro bono* work may be undertaken during the workweek, so long as that work does not interfere with other assigned responsibilities. *Pro bono* matters must be handled with the same level of competence as any other matter handled by members of the Law Department.

No attorney will be adversely affected by a decision to participate in the program, or penalized for not participating. On an annual basis, the Law Department will conduct a survey to determine the total number of *pro bono* hours contributed during the past year and the nature of the *pro bono* work undertaken and will issue a summary report of the status of *pro bono* work.

Working with Other Altria Staff and Departments

Altria strongly supports community service on the part of all of its employees. Currently, many Altria employees serve as volunteers for a wide range of programs. Particularly notable are programs that address needs in the areas of the arts, domestic violence, homelessness and hunger, and parallel the Company's charitable giving efforts. Law Department offices and individual lawyers are strongly encouraged to participate in ongoing community service programs by adding a legal dimension to volunteer programs already supported by other departments of the Company. For example, Altria lawyers could organize and staff a legal clinic at a homeless shelter or soup kitchen at which other Company departments and staff already volunteer.

In support of the Company's *pro bono* efforts, Altria has taken a leadership position in CorporateProBono.Org, a project developed by the Pro Bono Institute and the American Corporate Counsel Association to enhance the participation of in-house attorneys in *pro bono* service.

Pro Bono Committee

To underscore the Company's support for *pro bono* service, the Law Department has established a Company-wide Pro Bono Committee to oversee the *pro bono* program, to designate pre-approved *pro bono* referral agencies, to screen and approve any other proposed *pro bono* project or matter, and to ensure that all *pro bono* matters are adequately supervised and that training, materials, and mentors are available for all volunteer attorneys. The Committee, which is headed by Ken Handal, includes representatives appointed from each of the operating companies. Each Committee representative also serves as the *pro bono* coordinator for that operating company. Colleen Flinn serves as a member of the Committee and as its Administrator. The Committee meets quarterly, in person or by teleconference, to deal with any operational or policy issues that may have arisen, to review and revise the list of pre-approved sources of *pro bono* work, to assess the progress of the *pro bono* program in general and in each of the offices, and to develop plans for additional elements of the *pro bono* program, such as awards or publications.

Pro Bono Procedures

The Pro Bono Committee has established a *pro bono* site on the Altria Law Department Intranet that contains, among other things: this Policy; a listing of pre-approved referral sources; currently available *pro bono* opportunities; a docket of active *pro bono* matters and staffing; information about supervisory training; mentoring and support; training materials; malpractice insurance; and licensing requirements. The current members of the Pro Bono Committee are listed on the *pro bono* site on the Altria Law Department Intranet.

- Intake, screening and conflict checks

A list of pre-approved referral sources/projects has been developed for each office. Periodically, each *pro bono* coordinator circulates a list of available *pro bono* opportunities (including new matters requiring assistance, clinics staffed by Altria attorneys, etc.) to all Altria attorneys in that office. *Pro bono* clients from pre-approved projects, clinics, and *pro bono* sources have already been screened for financial eligibility and merit. To take on one of these *pro bono* assignments or matters, an attorney should notify the *pro bono* coordinator of her or his willingness to take on the matter and submit the name of the client and opposition parties to Colleen for approval by Ken and for a conflict of interest check. Representation in a particular matter should not be undertaken until that approval is received. You should also undertake to identify and discuss with the operating company *pro bono* coordinator any potential legal issues or conflicts of a more philosophical or policy-driven nature. Although the Law Department strongly endorses participation in the program, participants do not act as representatives or employees of the Company with respect to the matters they undertake; and Altria does not necessarily endorse positions taken on behalf of *pro bono* clients.

Altria also encourages its attorneys to bring to the Committee's attention *pro bono* matters that do not come from a pre-approved source but are of particular interest. To do so, the attorney should send a brief memorandum about the *pro bono* project to Colleen, providing: the name of the proposed client and any opposing parties; the nature of the matter or project; an estimated time commitment; projected disbursements required, if any; the schedule or deadlines; supervision, training, or mentoring needs; and any other relevant information. Ken will promptly review the request and, in most instances, approve it or request additional information. Once the matter has been approved, it will be listed as an approved *pro bono* matter. For both pre-approved and individually generated *pro bono* matters, attorneys should complete the Company's *pro bono* representation agreement, obtain the client's signature, and forward a copy to Colleen. Attorneys are also encouraged to suggest new groups and referral sources that can become pre-approved *pro bono* agencies with whom others in the Law Department could work.

If you are currently doing *pro bono* work, we would appreciate your advising your *pro bono* coordinator of the organization involved and the type of work you are doing.

- Pro bono teams

Unanticipated travel, other time demands, or the nature of the *pro bono* matter or project may, for some *pro bono* matters, support the staffing of a *pro bono* matter by more than one attorney. A team may include in-house attorneys, staff and outside counsel (see p. 6). A team approach not only ensures adequate staffing of the matter, but also promotes collegiality. The *pro bono* coordinator can assist in identifying potential team members for lawyers interested in undertaking *pro bono* work, but who may be concerned that scheduling difficulties may impair their ability to effectively handle a *pro bono* matter.

- Use of support staff

As with any other assignment encouraged by the Company, lawyers doing *pro bono* work can call upon Law Department paralegals, secretaries, and other support staff.

- Use of corporation facilities

It is anticipated that most client interviews and meetings will take place at the legal clinic or *pro bono* referral program with whom Altria attorneys work, but they may also occur at the Company offices, as appropriate. For any approved *pro bono* matter or project, attorneys and those assisting them may use Altria facilities as appropriate to carry out the *pro bono* engagement. Ordinary expenses for *pro bono* engagements may be submitted for reimbursement, and significant expenses should be submitted to Colleen for prior approval by Ken. The corporate Law Department will bear the expenses of these *pro bono* efforts. It is recommended that each operating company set up a separate budget line item in order to track these expenses. Lawyers 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. For any formal correspondence regarding *pro bono* matters, attorneys should use the special *pro bono* letterhead and envelopes provided for their use. In filing court or agency documents, *pro bono* attorneys should indicate their name, care of the Altria entity for which they work.

Those participating in *pro bono* work, including lawyers, should keep track of the numbers of hours spent on this work, to enable us to evaluate the level of *pro bono* participation at Altria and tailor future efforts.

- Malpractice insurance

Generally, the organizations pre-approved as project sponsors or *pro bono* referral organizations carry malpractice insurance that provides coverage for *pro bono* attorneys who work with those groups. In addition, Altria has general liability coverage for acts committed while lawyering for others, and the Law Department has obtained coverage for all Altria attorneys, for *pro bono* work only, from the National Legal Aid Defenders Association. While many years of experience prove that *pro bono* matters rarely result in a professional liability claim, it is essential that the Executive Director be advised as early as possible in the event that a claim or disciplinary complaint may be filed concerning a *pro bono* matter.

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

Some Altria attorneys wishing to do *pro bono* work may not be licensed to practice in the state in which they are currently located. If that is the case, please consult Ken. In a number of states, licensed attorneys from other jurisdictions are able to file an appearance in *pro bono* matters. It is also possible to locate *pro bono* opportunities that do not require court appearances. In addition, lawyers not licensed to practice in the jurisdiction may team up with another Altria attorney who is licensed or may file a motion to appear *pro hac vice*.

- Supervision, mentoring, training, and support

Because some Altria-approved *pro bono* matters and projects may require lawyers to work outside of their areas of expertise and skill sets, the Law Department will make available to all *pro bono* volunteers a wide range of substantive support services to enable them to provide the most effective and efficient representation possible in *pro bono* matters. These include:

-Supervisory attorneys (from within the Altria Law Department), who will be assigned to all Altria lawyers who have been in practice less than four years. Supervisors are available to discuss case strategy, review draft documents, and, when appropriate, accompany the *pro bono* attorney to meetings or hearings.

-Mentors (generally from outside the Altria Law Department), available to any Department lawyer who has undertaken a *pro bono* matter involving an unfamiliar area

of the law or forum. Mentors may be lawyers in private practice, lawyers employed by the *pro bono* and legal services agencies with whom we work, or, in some instances, other Department lawyers. A current list of mentors, their areas of expertise, and contact information appears on the *pro bono* site on the Altria Law Department Intranet.

-Training materials. Handbooks and other materials are available both in the Law Department and through the approved *pro bono* agencies with whom Altria works. In addition, volunteers are authorized to use electronic legal research time for *pro bono* 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* case, contact your *pro bono* coordinator who can assist you in obtaining that information.

-Training programs. A number of *pro bono* referral organizations and law firms have offered to provide in-service training at the Law Department offices for interested attorneys. In addition, Altria lawyers are eligible to attend regularly scheduled training programs offered off-site by these groups. A calendar of training events is available from your *pro bono* coordinator and may be accessed via the Altria *pro bono* site on the Altria Law Department Intranet.

Working with Altria Cooperating Law Firms

Many of the law firms with whom Altria works have developed their own *pro bono* programs. These firms, particularly the larger firms, are familiar with the various *pro bono* sources in their communities, employ lawyers who have developed in-depth expertise in many substantive *pro bono* areas, sponsor *pro bono* training and orientation programs, and administer legal clinics and other *pro bono* projects. Altria strongly encourages its attorneys and Law Department offices to partner with law firms with whom we work, so that we can take full advantage of their staffing size, expertise, and infrastructure to make our *pro bono* efforts as effective and efficient as possible. Law firms with whom we work who have strong *pro bono* programs include: Arnold & Porter; Heller Ehrman White & McAuliffe; Hunton & Williams; Kirkland & Ellis; and Quarles & Brady. The Executive Director can put you in contact with the appropriate lawyers at these or other firms.

Just as the Company recognizes the efforts of its attorneys to make a *pro bono* contribution and pledges its continuing support, Altria also commends participating law firms that are making a real and important contribution to our society and their communities by providing *pro bono* legal assistance.

January 2003

Charles R. Wall
General Counsel and Senior Vice President

Appendix to
Altria Group, Inc.
Law Department Pro Bono Policy

The following organizations are approved sources of *pro bono* work in or near the communities in which Altria Law Department attorneys are located:

New York, New York

Association of the Bar of the City of New York Community Outreach Program
The Door's Legal Service Center
Eviction Intervention Services
Lawyers Alliance for New York (transactional)
Lawyers Committee for Human Rights Asylum Program
The Lawyers' Committee for Civil Rights Under Law
Lawyers for Children
Legal Aid Society Volunteer Division (transactional and general civil legal services)
Legal Services Project (serves Native Americans)
Network for Women's Services
New York Lawyers for the Public Interest
Urban Justice Center
Victim Services Domestic Violence Law Project
Volunteer Lawyers for the Arts
Volunteers of Legal Services (micro-entrepreneur project)

In addition, Hunton & Williams staffs two clinics for the homeless in New York City on a regular basis.

Westchester County, New York

The Pro Bono Partnership (transactional work, with an emphasis on working with in-house lawyers)
Westchester Legal Services Volunteer Program

Chicago, Illinois

AIDS Legal Clinic of Chicago
Cabrini Green Legal Aid Clinic
Center for Conflict Resolution
Chicago Legal Clinic Pro Bono Program
Chicago Volunteer Legal Services Foundation
Community Economic Development Law Project (transactional)
Cook County Bar Association Community Law Project
Lawyers' Committee for Better Housing
Legal Assistance Foundation of Metropolitan Chicago
Legal Clinic for the Disabled
Pro Bono Advocates (domestic violence)
Midwest Immigrant Rights Center
Volunteer Lawyers for the Arts

Richmond, Virginia

Central Virginia Legal Aid
Hunton & Williams Church Hill Clinic
Legal Aid Telephone Hotline

In addition, T.C. Williams School of Law at the University of Richmond sponsors a number of clinical programs focused on children's issues and disability rights.

Milwaukee, Wisconsin

AIDS Resource Center of Wisconsin
Legal Action of Wisconsin Volunteer Lawyers Project

In addition, the Marquette University Law School sponsors a *pro bono* program that strives to work with practicing lawyers in the community.

Washington, D.C.

Archdiocesan Legal Network/Catholic Charities
AYUDA (assists the Latino community)
D.C. Bar Pro Bono Program (includes clinics and a transactional project)
Georgetown University Law Center/Emergency Domestic Relations Project
Lawyers Committee for Human Rights Asylum Representation Program
Legal Aid Society
Legal Counsel for the Elderly
Multi-Door Dispute Resolution Division/D.C. Circuit Court and Federal Court
Veterans Consortium Pro Bono Program
Washington Area Lawyers for the Arts
Washington Legal Clinic for the Homeless
Whitman-Walker Clinic Legal Services Department (serves persons with AIDS and HIV)
Zacchacus/Bread for the City Legal Clinic