

## 3 BigLaw Firms Guide Trans Rights Groups In Pending Merger

By Alison Knezevich

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Andy Hong Marra (left), executive director of the Transgender Legal Defense & Education Fund, and Rodrigo Heng-Lehtinen, executive director at the National Center for Transgender Equality, are pictured together. Aided by pro bono counsel from Morgan Lewis & Bockius LLP, Cooley LLP and Brown Rudnick LLP, the two organizations they lead are set to merge this summer to become Advocates for Trans Equality. (National Center for Transgender Equality)

A trio of large law firms are providing pro bono representation to help two national transgender civil rights organizations navigate a planned merger that the groups' leaders say will amplify their voices as they advocate for trans people across the country.

Cooley LLP is representing the National Center for Transgender Equality in the merger, while Morgan

Lewis & Bockius LLP is guiding the Transgender Legal Defense and Education Fund. And Brown Rudnick LLP attorneys are providing trademark representation for the new organization, which will be called Advocates for Trans Equality.

The two organizations announced their intent to merge last month, and say the combination is expected to be completed by this summer. Advocates for Trans Equality will have offices in New York and Washington, D.C., as well as staff around the country, they said.

Morgan Lewis mergers and acquisitions partner Andrew Ray and associate Julie Thompson told Law360 that representing TLDEF has been a rewarding opportunity to use their experience as corporate lawyers to support a cause they believe in. It's also been fulfilling to work with clients who are "so kind and positive and excited" about the merger, Thompson said.

Also advising TLDEF from Morgan Lewis are corporate associates Theresa Kalathil, Christina Wlodarczyk and Ann Reynolds, along with employee benefits partner Greg Needles and associate Anna Pomykala.

At Cooley, M&A partner Aaron Binstock and associates Quay Strozier and Alex Weaver have been working with NCTE to prepare for the merger.

Meanwhile, Brown Rudnick partner Peter Willsey, global chair of the firm's trademark, copyright and advertising practice group, and associate Ethan Lin are helping pursue trademark registration for the new organization.

NCTE oversees projects such as a legal services network to help people clear the administrative hurdles involved in the name and gender change process; a group to support families with trans youth; and an initiative to combat racism and poverty.

TLDEF's work, meanwhile, includes its Name Change Project and an initiative to help people access trans-related health care. Its impact litigation program in recent years has achieved settlements on issues such as the treatment of transgender people in jails and workplace discrimination.

Since the merger is subject to approval by the New York Attorney General's Office, a big part of the M&A lawyers' work on the deal has been helping prepare for eventual regulatory review.

Just like in a business deal, a merger between nonprofits requires undertaking due diligence, Morgan Lewis' Ray explained. That entails a review of information like grant agreements, governance structures, leases and collective bargaining agreements. With nonprofits, he said, it's also critical that the missions of the merging organizations align.

"This mission comes first," Ray said.

The plan to merge comes amid a wave of anti-trans legislation around the country, including measures targeting transgender health care and youth sports participation.

"There is currently a forceful backlash following the wins of the trans rights movement, and there's a tremendous need right now for a strong, organized force to push back ... both on the litigation front and the policy front," said Lin, of Brown Rudnick.

Lin added that he was thrilled to have the opportunity to advise the organization, as he has been

involved with trans rights advocacy for years. He told Law360 that he believes the newly formed group will be "a serious force to contend with."

At Morgan Lewis, issues related to the LGBTQ community have been an area of focus for the firm's pro bono efforts, with lawyers providing more than 13,600 hours of pro bono service over the past five years.

Ray said he has close friends with trans children, and felt that working on the planned merger was a way to use his skills to serve "a community that could use the support."

When the merger is complete, Andrea "Andy" Hong Marra, the executive director of TLDEF, will serve as CEO of the new group, while Rodrigo Heng-Lehtinen, executive director of NCTE, will serve as its executive director. The combined entity will include a 501(c)3 organization focusing on litigation and public education, as well as a 501(c)4 organization, which is a type of nonprofit that can engage in some political activities.

In a statement announcing the merger plans, Marra said the new organization "will show exactly what can be materially achieved when trans advocates come together and seek nothing less than equality for trans people in America."

"With double the resources, expertise, and fearless commitment to justice, we will be a powerful national organization to lead the next chapter of the transgender rights movement," Marra said.

The two organizations, both founded in 2003, already have a long history of partnership, Heng-Lehtinen added.

"Even though we've achieved many victories over that time, it feels like it was just a warm-up for the journey ahead," he said. "With a record number of attacks on trans people and trans rights, now is the time to unite and use our combined power and influence to advance trans equality in bigger and bolder ways than our organizations could alone."

--Editing by Alanna Weissman.