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National Conference  
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9:00 - 10:00 AM | CC Lila Cockrell Theatre

That Low Down  
No Good  
Dirty Rotten  
Pig Stealing  
Sister Act

**92nd Annual  
National Conference of Bankruptcy Judges**

October 28–31, 2018  
San Antonio, TX

**That Low Down No Good  
Dirty Rotten Pig Stealing Sister Act**

**Ethics Follies®**

**Ethics Follies®**  
**That Low Down No Good Dirty Rotten Pig Stealing Sister Act**  
Ethics Issues Referencing The American Bar Association's  
**Model Rules of Professional Conduct**

Ethics Follies' *That Low Down No Good Dirty Rotten Pig Stealing Sister Act* is a parody of the musical *Sister Act*, adapting the storyline to incorporate many ethics issues in a role-playing manner, allowing the audience to experience the impact of various attorney behaviors in a memorable presentation with high production values. In addition to the more philosophical questions raised by the one-hour ethics musical, the following ethics issues raise specific ethics issues found in The ABA's Model Rules of Professional Conduct, which have been adopted in revised versions by most states (Texas adopted the rules on June 20, 1989).

Legal ethics issues raised in the production include:

- 1. Mike tells Lola that Shyster is putting all her revenues in an account he uses to operate his law firm. He correctly tells her that this is commingling of funds.**

This combining of attorney accounts with a client's funds is a violation of Rule 1.15, set forth below. The rule requires a client's property be kept separate, clearly identified and appropriately safeguarded. Violations of this rule have resulted in the "imposition of severe sanctions." *In re Triple S Rests., Inc.*, 205 B.R. 90, 92 (Bankr. W.D. Ky. 1996) (barring attorney from practicing in the bankruptcy court for a period of six months after finding that the attorney violated Rule 1.15(a) as adopted in Kentucky by depositing \$10,000 retainer received in Chapter 11 case directly into his general operating account without court approval of fees). *See generally* Kelly Burgy, *Client Trust Accounts: Model Rule 1.15 and the Variation Amongst States*, 30 Geo. J. Legal Ethics 639 (2017); Annotation, *Disbarment for Failure to Account for Money of Client*, 43 A.L.R. 54 (1926).

***Client-Lawyer Relationship***  
**Rule 1.15 Safekeeping Property**

(a) A lawyer shall hold property of clients or third persons that is in a lawyer's possession in connection with a representation separate from the lawyer's own property. Funds shall be kept in a separate account maintained in the state where the lawyer's office is situated, or elsewhere with the consent of the client or third person. Other property shall be identified as such and appropriately safeguarded. Complete records of such account funds and other property shall be kept by the lawyer and shall be preserved for a period of [five years] after termination of the representation.

(b) A lawyer may deposit the lawyer's own funds in a client trust account for the sole purpose of paying bank service charges on that account, but only in an amount necessary for that purpose.

(c) A lawyer shall deposit into a client trust account legal fees and expenses that have been paid in advance, to be withdrawn by the lawyer only as fees are earned or expenses incurred.

(d) Upon receiving funds or other property in which a client or third person has an interest, a lawyer shall promptly notify the client or third person. Except as stated in this rule or otherwise permitted by law or by agreement with the client, a lawyer shall promptly deliver to the client or third person any funds or other property that the client or third person is entitled to receive and, upon request by the client or third person, shall promptly render a full accounting regarding such property.

(e) When in the course of representation, a lawyer is in possession of property in which two or more persons (one of whom may be the lawyer) claim interests, the property shall be kept separate by the lawyer until the dispute is resolved. The lawyer shall promptly distribute all portions of the property as to which the interests are not in dispute.

**2. Shyster’s aggressive and illogical behavior with Lola and Mike raises the issue of whether he is competent, which is required of attorneys to accept representation. Lola assures Mike that attorney Shyster is competent, but he has made a choice to violate legal ethics rules.**

For a discussion of the duty of competency and other ethical obligations in the bankruptcy context, see generally Anne E. Wells, *Navigating Ethical Minefields on the Bankruptcy Bandwagon*, 31 Cal. Bankr. J. 767 (2011). As the author states, “[i]n addition to requiring not only the skills of both litigators and business lawyers, the bankruptcy practice requires a specialized body of knowledge that has its own terms of art, quirks, nuances, idiosyncrasies, deadlines and numerous statutory, procedural, administrative and local requirements.” *Id.* at 767.

***Client-Lawyer Relationship***  
**Rule 1.1 Competence**

A lawyer shall provide competent representation to a client. Competent representation requires the legal knowledge, skill, thoroughness and preparation reasonably necessary for the representation.

**3. Lola is concerned that her attorney, Neel, might not maintain the confidences she has entrusted him with, including her plans.**

Lola owns the privilege of the attorney/client relationship and duty of confidentiality and only she can waive the privilege. Of course, “attorneys in the same firm commonly work on cases together and [this] is *ethically* permissible absent a contrary request by the client.” *Boren v. Kirk*, 878 P.2d 1059, 1062 (Okla. 1994); *see also* Rule 1.6, comment [5] (“Lawyers in a firm may, in the course of the firm’s practice,

disclose to each other information relating to a client of the firm, unless the client has instructed that particular information be confined to specified lawyers.”). But there can sometimes be “a question as to whether [the] client contracted solely with lawyer and whether [the] client specifically instructed that no other attorney work on her case.” *Boren*, 878 P.2d at 1062–63. And even if the client has not instructed that particular information be provided only to specified attorneys, Neel should only share confidential information within the law firm on a “need-to-know” basis to avoid distribution of confidential information outside the law firm.

#### *Client-Lawyer Relationship*

##### **Rule 1.6 Confidentiality Of Information**

(a) A lawyer shall not reveal information relating to the representation of a client unless the client gives informed consent, the disclosure is impliedly authorized in order to carry out the representation or the disclosure is permitted by paragraph (b).

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#### **4. When Neel realizes that Lola’s life is in danger, he discusses her situation with law enforcement to create a plan to help her go undercover.**

In addition to providing for exceptions relating to crime or fraud, Rule 1.6 permits attorneys to disclose confidential information to prevent death or bodily harm. For a discussion of the duty of confidentiality in the corporate context, see generally Thomas G. Bost, *Corporate Lawyers After the Big Quake: The Conceptual Fault Line in the Professional Duty of Confidentiality*, 19 Geo. J. Legal Ethics 1089 (2006).

#### *Client-Lawyer Relationship*

##### **Rule 1.6 Confidentiality Of Information**

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(b) A lawyer may reveal information relating to the representation of a client to the extent the lawyer reasonably believes necessary:

(1) to prevent reasonably certain death or substantial bodily harm [*Alan’s favorite exception when he wants to post to Instagram*];

(2) to prevent the client from committing a crime or fraud that is reasonably certain to result in substantial injury to the financial interests or property of another and in furtherance of which the client has used or is using the lawyer’s services;

(3) to prevent, mitigate or rectify substantial injury to the financial interests or property of another that is reasonably certain to result or has resulted from the client’s commission of a crime or fraud in furtherance of which the client has used the lawyer’s services;

(4) to secure legal advice about the lawyer's compliance with these Rules;

(5) to establish a claim or defense on behalf of the lawyer in a controversy between the lawyer and the client, to establish a defense to a criminal charge or civil claim against the lawyer based upon conduct in which the client was involved, or to respond to allegations in any proceeding concerning the lawyer's representation of the client;

(6) to comply with other law or a court order; or

(7) to detect and resolve conflicts of interest arising from the lawyer's change of employment or from changes in the composition or ownership of a firm, but only if the revealed information would not compromise the attorney-client privilege or otherwise prejudice the client.

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**5. Pablo, the young associate who works for Shyster, was forced to quit when he identified a criminal act being perpetrated by Shyster's law firm and he would have to remain silent to continue his employment.**

In representing a client, attorneys cannot do so in a manner that requires them to violate a legal ethics rule or violate a law. In other words, "[c]lients may not demand unethical or unlawful conduct from their lawyers and expect compliance." *In re Martinez*, 393 B.R. 27, 36 (Bankr. D. Nev. 2008). And violations of ethical rules are never justified by "perceived exigent circumstances." *In re T.H.*, 529 B.R. 112, 142 & n.53 (Bankr. E.D. Va. 2015) (holding that the fact that "a foreclosure was imminent[] in no way justif[ied] [the attorney's] violations of his professional obligations" to "make any reasonable inquiry into [the debtor's] personal and financial circumstances before filing" the debtor's Chapter 13 petition).

***Client-Lawyer Relationship***

**Rule 1.16 Declining Or Terminating Representation**

(a) Except as stated in paragraph (c), a lawyer shall not represent a client or, where representation has commenced, shall withdraw from the representation of a client if:

(1) the representation will result in violation of the rules of professional conduct or other law;

(2) the lawyer's physical or mental condition materially impairs the lawyer's ability to represent the client; or

(3) the lawyer is discharged.

(b) Except as stated in paragraph (c), a lawyer may withdraw from representing a client if:

- (1) withdrawal can be accomplished without material adverse effect on the interests of the client;
- (2) the client persists in a course of action involving the lawyer's services that the lawyer reasonably believes is criminal or fraudulent;
- (3) the client has used the lawyer's services to perpetrate a crime or fraud;
- (4) the client insists upon taking action that the lawyer considers repugnant or with which the lawyer has a fundamental disagreement;
- (5) the client fails substantially to fulfill an obligation to the lawyer regarding the lawyer's services and has been given reasonable warning that the lawyer will withdraw unless the obligation is fulfilled;
- (6) the representation will result in an unreasonable financial burden on the lawyer or has been rendered unreasonably difficult by the client; or
- (7) other good cause for withdrawal exists.

(c) A lawyer must comply with applicable law requiring notice to or permission of a tribunal when terminating a representation. When ordered to do so by a tribunal, a lawyer shall continue representation notwithstanding good cause for terminating the representation.

(d) Upon termination of representation, a lawyer shall take steps to the extent reasonably practicable to protect a client's interests, such as giving reasonable notice to the client, allowing time for employment of other counsel, surrendering papers and property to which the client is entitled and refunding any advance payment of fee or expense that has not been earned or incurred. The lawyer may retain papers relating to the client to the extent permitted by other law.

**6. The lyrics in the song "Ethics Rules" state many of the most common ethics violations, such as improper fee splitting, not acting in accordance with a fiduciary duty, and lack of communication between an attorney and their client.**

Common client grievances regarding communication include failure to (a) update clients on the status of their case, (b) answer emails and phone messages from clients in a timely fashion, and (c) convey settlement offers to clients. *See, e.g., DeLuca v. Seare (In re Seare)*, 515 B.R. 599, 612 (B.A.P. 9th Cir. 2014) (affirming the bankruptcy court's decision to sanction attorney for, among other things, violating Rule 1.4 by failing to forward a proposed stipulation and order to his clients and failing "to return phone calls and to keep them informed of their case"); *In re Henry*, No. A16-00405-GS, 2017 WL 2874461, at \*8 (Bankr. D. Alaska July 5, 2017) (holding that attorney for Chapter 7 debtor violated Rule 1.4 by, among other things,

failing to inform her of the date of the meeting of creditors or the hearing on the United States Trustee's motion to dismiss her case).

*Client-Lawyer Relationship*  
**Rule 1.4 Communication**

(a) A lawyer shall:

- (1) promptly inform the client of any decision or circumstance with respect to which the client's informed consent, as defined in Rule 1.0(e), is required by these Rules;
- (2) reasonably consult with the client about the means by which the client's objectives are to be accomplished;
- (3) keep the client reasonably informed about the status of the matter;
- (4) promptly comply with reasonable requests for information; and
- (5) consult with the client about any relevant limitation on the lawyer's conduct when the lawyer knows that the client expects assistance not permitted by the Rules of Professional Conduct or other law.

(b) A lawyer shall explain a matter to the extent reasonably necessary to permit the client to make informed decisions regarding the representation.

**7. Attorneys Tina and Michelle confront the attorneys who showed up to mediation with no authority to settle the dispute. The attorneys admit that they had no intention of reaching a mutually agreeable solution. Various unethical advocacy practices are discussed.**

Lawyers shouldn't actively obstruct the other party's access to evidence, falsify evidence, make frivolous discovery requests, or ask a witness not to talk to the other party's legal counsel. Tina and Michelle also have a duty to report attorney misconduct to their state Bar Association under Model Rule 8.3.

*Advocate*  
**Rule 3.4 Fairness To Opposing Party And Counsel**

A lawyer shall not:

- (a) unlawfully obstruct another party's access to evidence or unlawfully alter, destroy or conceal a document or other material having potential evidentiary value. A lawyer shall not counsel or assist another person to do any such act;
- (b) falsify evidence, counsel or assist a witness to testify falsely, or offer an inducement to a witness that is prohibited by law;



(c) knowingly disobey an obligation under the rules of a tribunal except for an open refusal based on an assertion that no valid obligation exists;

(d) in pretrial procedure, make a frivolous discovery request or fail to make reasonably diligent effort to comply with a legally proper discovery request by an opposing party;

(e) in trial, allude to any matter that the lawyer does not reasonably believe is relevant or that will not be supported by admissible evidence, assert personal knowledge of facts in issue except when testifying as a witness, or state a personal opinion as to the justness of a cause, the credibility of a witness, the culpability of a civil litigant or the guilt or innocence of an accused; or

(f) request a person other than a client to refrain from voluntarily giving relevant information to another party unless:

(1) the person is a relative or an employee or other agent of a client; and

(2) the lawyer reasonably believes that the person's interests will not be adversely affected by refraining from giving such information.

**Further, the attorneys who were disrespectful to Tina and Michelle failed to disclose to the tribunal the legal authority in the controlling jurisdiction known to the opposing lawyer to be directly adverse to the position of the client and not disclosed to the court or opposing counsel.**

Such failure of candor towards the tribunal is an ethics rule violation. *See, e.g., LeGrand v. McCrea*, No. 92-0987, 1992 WL 328890, at \*2 n.1 (E.D. Pa. Oct. 26, 1992) (“I am disturbed by the misquotation by plaintiff’s counsel [of an official comment to a Federal Rule of Civil Procedure]. The language omitted by him was central to the issue. I remind counsel for the plaintiff of his ethical obligation to cite controlling authority accurately.”), *aff’d sub nom. LeGrand v. McRae*, 998 F.2d 1003 (table) (3d Cir. 1993); *Drown v. JPMorgan Chase Bank, N.A. (In re Barnhart)*, 447 B.R. 551, 563 n.13 (Bankr. S.D. Ohio 2011) (“The Court should be able to trust counsel to accurately characterize controlling authority.”).

### ***Advocate***

#### **Rule 3.3 Candor Toward The Tribunal**

(a) A lawyer shall not knowingly:

(1) make a false statement of fact or law to a tribunal or fail to correct a false statement of material fact or law previously made to the tribunal by the lawyer;

(2) fail to disclose to the tribunal legal authority in the controlling jurisdiction known to the lawyer to be directly adverse to the position of the client and not disclosed by opposing counsel; or

(3) offer evidence that the lawyer knows to be false. If a lawyer, the lawyer's client, or a witness called by the lawyer, has offered material evidence and the lawyer comes to know of its falsity, the lawyer shall take reasonable remedial measures, including, if necessary, disclosure to the tribunal. A lawyer may refuse to offer evidence, other than the testimony of a defendant in a criminal matter, that the lawyer reasonably believes is false.

(b) A lawyer who represents a client in an adjudicative proceeding and who knows that a person intends to engage, is engaging or has engaged in criminal or fraudulent conduct related to the proceeding shall take reasonable remedial measures, including, if necessary, disclosure to the tribunal.

(c) The duties stated in paragraphs (a) and (b) continue to the conclusion of the proceeding, and apply even if compliance requires disclosure of information otherwise protected by Rule 1.6.

(d) In an ex parte proceeding, a lawyer shall inform the tribunal of all material facts known to the lawyer that will enable the tribunal to make an informed decision, whether or not the facts are adverse.

***Maintaining The Integrity Of The Profession***  
**Rule 8.3 Reporting Professional Misconduct**

(a) A lawyer who knows that another lawyer has committed a violation of the Rules of Professional Conduct that raises a substantial question as to that lawyer's honesty, trustworthiness or fitness as a lawyer in other respects, shall inform the appropriate professional authority.

(b) A lawyer who knows that a judge has committed a violation of applicable rules of judicial conduct that raises a substantial question as to the judge's fitness for office shall inform the appropriate authority.

(c) This Rule does not require disclosure of information otherwise protected by Rule 1.6 or information gained by a lawyer or judge while participating in an approved lawyers assistance program.

***Maintaining The Integrity Of The Profession***  
**Rule 8.4 Misconduct**

It is professional misconduct for a lawyer to:

(a) violate or attempt to violate the Rules of Professional Conduct, knowingly assist or induce another to do so, or do so through the acts of another;

(b) commit a criminal act that reflects adversely on the lawyer's honesty, trustworthiness or fitness as a lawyer in other respects;

(c) engage in conduct involving dishonesty, fraud, deceit or misrepresentation;

- (d) engage in conduct that is prejudicial to the administration of justice;
- (e) state or imply an ability to influence improperly a government agency or official or to achieve results by means that violate the Rules of Professional Conduct or other law;
- (f) knowingly assist a judge or judicial officer in conduct that is a violation of applicable rules of judicial conduct or other law; or
- (g) engage in conduct that the lawyer knows or reasonably should know is harassment or discrimination on the basis of race, sex, religion, national origin, ethnicity, disability, age, sexual orientation, gender identity, marital status or socioeconomic status in conduct related to the practice of law. This paragraph does not limit the ability of a lawyer to accept, decline or withdraw from a representation in accordance with Rule 1.16. This paragraph does not preclude legitimate advice or advocacy consistent with these Rules.

**8. Mary and Teri get counseled in how they should behave to become part of the culture of the law firm and market their law practices.**

The law firm’s advertising must meet a list of requirements in Model Ethics Rule 7.2. The requirement to be truthful in statements about legal services in Rule 7.1 makes misleading statements about jury awards and other promised outcomes a violation of the rule. It is important to remember that these requirements apply to advertisements posted on social media. For a discussion of posts on social media as advertisements, see generally Cynthia Dahl, *Making “Friends” with the #Ethics Rules: Avoiding Pitfalls in Professional Social Media Use*, 43 AIPLA Q.J. 155 (2015) and Elizabeth Colvin, *The Dangers of Using Social Media in the Legal Profession: An Ethical Examination in Professional Responsibility*, 92 U. Det. Mercy L. Rev. 1 (2015).

***Information About Legal Services***

**Rule 7.1 Communications Concerning A Lawyer’s Services**

A lawyer shall not make a false or misleading communication about the lawyer or the lawyer’s services. A communication is false or misleading if it contains a material misrepresentation of fact or law, or omits a fact necessary to make the statement considered as a whole not materially misleading.

***Information About Legal Services***

**Rule 7.2 Advertising**

- (a) Subject to the requirements of Rules 7.1 and 7.3, a lawyer may advertise services through written, recorded or electronic communication, including public media.
- (b) A lawyer shall not give anything of value to a person for recommending the lawyer’s services except that a lawyer may:

(1) pay the reasonable costs of advertisements or communications permitted by this Rule;

(2) pay the usual charges of a legal service plan or a not-for-profit or qualified lawyer referral service. A qualified lawyer referral service is a lawyer referral service that has been approved by an appropriate regulatory authority;

(3) pay for a law practice in accordance with Rule 1.17; and

(4) refer clients to another lawyer or a nonlawyer professional pursuant to an agreement not otherwise prohibited under these Rules that provides for the other person to refer clients or customers to the lawyer, if

(i) the reciprocal referral agreement is not exclusive, and

(ii) the client is informed of the existence and nature of the agreement.

(c) Any communication made pursuant to this rule shall include the name and office address of at least one lawyer or law firm responsible for its content.

**9. When Neel, Crystal and their daughter, Lilly, volunteer to help clean and repair the church grounds, they discuss the need for attorneys to provide pro bono legal services to those unable to pay for them.**

Interestingly, one bankruptcy court rejected forced pro bono service as a sanction for a law firm's deceptive conduct, because providing pro bono services was "something the attorneys in the firm should already be doing voluntarily." *DeAngelis v. Countrywide Home Loans, Inc. (In re Hill)*, 439 B.R. 647, 651 (Bankr. W.D. Pa. 2010). The recommended minimum number of hours is fifty hours a year. The benefits of doing pro bono and volunteer work as a firm include the team building aspects of a common goal and spending time with the law firm's employees outside the office. To encourage and support pro bono participation, many states offer CLE credit in exchange for pro bono work. See *CLE Rules*, AM. BAR. ASSOC., [https://www.americanbar.org/groups/probono\\_public\\_service/policy/cle\\_rules.html](https://www.americanbar.org/groups/probono_public_service/policy/cle_rules.html) (last updated May 2018) (listing 15 states that have adopted such a program, including Pennsylvania, which is slated to begin a pilot program in early 2019).

***Public Service***

**Rule 6.1 Voluntary Pro Bono Publico Service**

Every lawyer has a professional responsibility to provide legal services to those unable to pay. A lawyer should aspire to render at least (50) hours of pro bono publico legal services per year. In fulfilling this responsibility, the lawyer should:

(a) provide a substantial majority of the (50) hours of legal services without fee or expectation of fee to:

- (1) persons of limited means or
  - (2) charitable, religious, civic, community, governmental and educational organizations in matters that are designed primarily to address the needs of persons of limited means; and
- (b) provide any additional services through:
- (1) delivery of legal services at no fee or substantially reduced fee to individuals, groups or organizations seeking to secure or protect civil rights, civil liberties or public rights, or charitable, religious, civic, community, governmental and educational organizations in matters in furtherance of their organizational purposes, where the payment of standard legal fees would significantly deplete the organization's economic resources or would be otherwise inappropriate;
  - (2) delivery of legal services at a substantially reduced fee to persons of limited means; or
  - (3) participation in activities for improving the law, the legal system or the legal profession.

In addition, a lawyer should voluntarily contribute financial support to organizations that provide legal services to persons of limited means.

**10. When Lola, Sister Mary Patrick and Sister Mary Robert visit the bar across the street from the church, the three thug associates of Shyster's law firm ironically sing about how important it is to tell the truth, and how that builds trust, which builds predictability in a business or legal relationship with clients. The men praise the nuns for representing people they can trust.**

In addition to being essential to the relationship between attorneys and their clients, trust between attorneys also is critical: "As colleagues at bar and officers of the court, and to ensure the efficient, accurate and just operation of judicial proceedings, counsel must be able reasonably to rely on representations made by fellow counsel in the context of litigation." *Miranda v. Contreras*, 754 A.2d 277, 281 (D.C. 2000).

***Transactions With Persons Other Than Clients***  
**Rule 4.1 Truthfulness In Statements To Others**

In the course of representing a client a lawyer shall not knowingly:

- (a) make a false statement of material fact or law to a third person; or
- (b) fail to disclose a material fact to a third person when disclosure is necessary to avoid assisting a criminal or fraudulent act by a client, unless disclosure is prohibited by Rule 1.6.

- 11. Robin and Diane find Alan at the bar after he is not made partner at the law firm. He is visibly depressed and is drinking heavily. They know it's their ethical duty to mentor and supervise Alan in his track to make partner, and feel somewhat responsible for not managing his expectations better. They also recognize he drinks heavily and may be self-medicating, putting his health and law practice at risk. They offer to help him get confidential treatment that is available through all Bar Associations, since they recognize that drug and alcohol abuse is increasingly common in the legal field.**

Attorneys are responsible to help fellow attorneys get help when they need it. *See In re Yacavino*, 494 A.2d 801, 803 (N.J. 1985) (noting that conduct leading to attorney's three-year suspension might not have occurred "[h]ad this young attorney received the collegial support and guidance expected of supervising attorneys" consistent with Rule 5.1); *see also* Nicole G. Iannarone, *Keeping Our Houses in Order: Lawyers' Obligations Concerning Our Own or Our Colleagues' Inability to Competently Represent Clients*, 23 PIABA B.J. 277, 292 (2016) ("[A]s members of a self-regulated profession, lawyers must take steps to provide their colleagues with guidance and assistance through appropriate rule making, education, and support."); Ann D. Foster, *When Colleagues Need Help*, 21 No. 7 GPSolo 14, 17 (Oct./Nov. 2004) ("[O]nce a report is made to a lawyers' assistance program, appropriate outreach and assistance may then be provided to the lawyer in question, with the ultimate goal and hope of recovery, health, and the return to the ethical practice of law.").

#### ***Law Firms And Associations***

##### **Rule 5.1 Responsibilities Of Partners, Managers, And Supervisory Lawyers**

(a) A partner in a law firm, and a lawyer who individually or together with other lawyers possesses comparable managerial authority in a law firm, shall make reasonable efforts to ensure that the firm has in effect measures giving reasonable assurance that all lawyers in the firm conform to the Rules of Professional Conduct.

(b) A lawyer having direct supervisory authority over another lawyer shall make reasonable efforts to ensure that the other lawyer conforms to the Rules of Professional Conduct.

(c) A lawyer shall be responsible for another lawyer's violation of the Rules of Professional Conduct if:

(1) the lawyer orders or, with knowledge of the specific conduct, ratifies the conduct involved; or

(2) the lawyer is a partner or has comparable managerial authority in the law firm in which the other lawyer practices, or has direct supervisory authority over the other lawyer, and knows of the conduct at a time when its consequences can be avoided or mitigated but fails to take reasonable remedial action.

Thank you for attending *Ethics Follies*, now in its thirteenth year. The Association of Corporate Counsel, South/Central Texas Chapter proudly produces the show each year to educate its membership in the prior year's relevant ethics issues, to facilitate networking of its membership with sponsoring law firms who also provide CLE luncheons throughout the year, and to raise much-needed funds for The Community Justice Program (CJP), which provides free legal services to those unable to pay for them. *Ethics Follies* has provided ethics CLE to thousands of attorneys all over the United States and raised over \$250,000 to donate to the CJP, all through the generous efforts of the in-house attorneys of our ACC Chapter and their employers. Please follow us on Facebook and at [EthicsFollies.com](http://EthicsFollies.com).

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