



Morgan Lewis

**ADVANCED TOPICS IN
HEDGE FUND PRACTICES
CONFERENCE**

**Manager and Investor Perspectives
WEBINAR SERIES**

Track 8: Ethics

Tuesday, June 8, 2021

www.morganlewis.com/2021hedgefundconference

Keynote Session #3: On the Front Lines of ESG – Environmental

Speakers



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Privilege and the Ethics of Working in a Virtual Environment

Speakers



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The COVID-19 Pandemic

Looking Back at a Year Disrupted



**A New Illness
Emerges**

January 2020



**The Virus
Spreads Globally**

February/March 2020



**The World
Locks Down**

March/April 2020



**The Fight to
Flatten the Curve**

May/June 2020

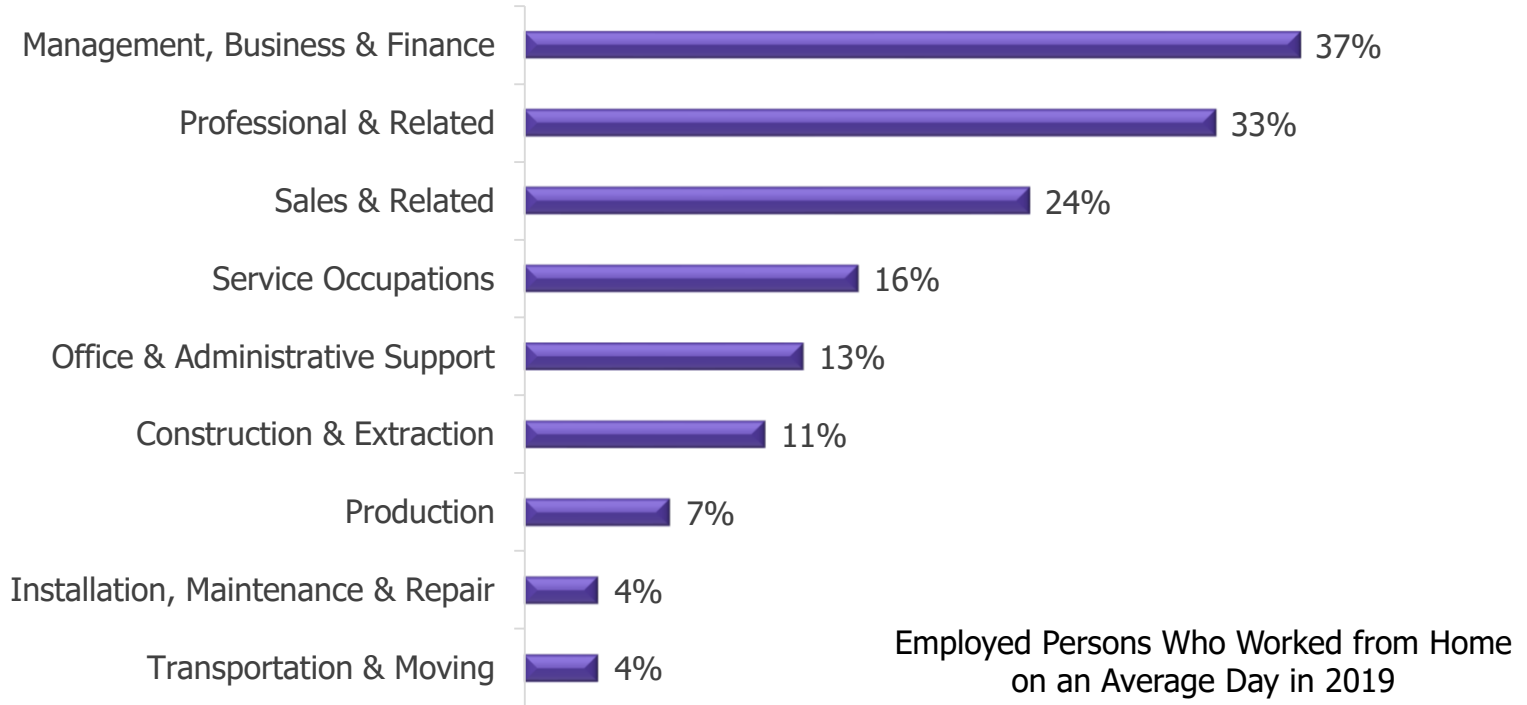


**The Race to
Vaccinate**

January 2021

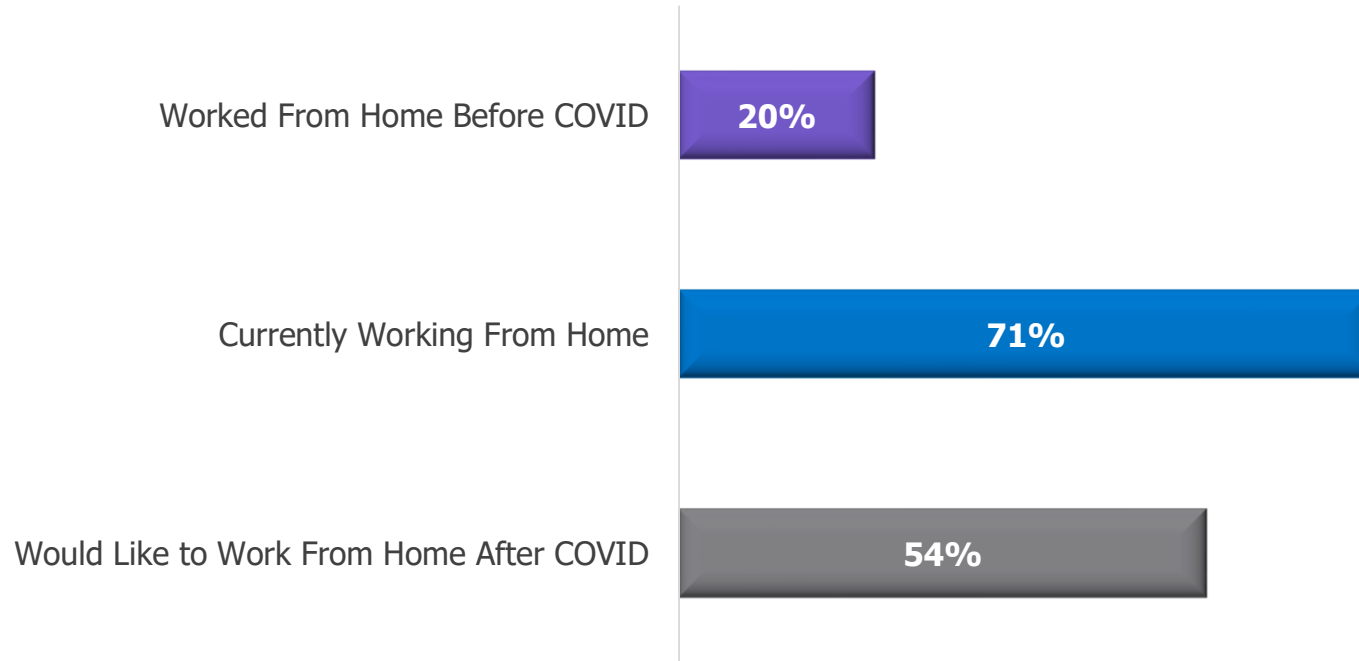
Working from Home in 2019 – By Occupation

U.S. Bureau of Labor Statistics



COVID-19 and Remote Work

Pew Research Center – December 2020



Lessons from our COVID-19 Year

AGENDA

- 1 Maintaining Privilege & Protecting Confidentiality
- 2 Staying Alert to Cybersecurity Threats
- 3 Using Technology Wisely
- 4 Avoiding Misdirected Emails
- 5 Staying in Touch with Colleagues
- 6 Avoiding the Unauthorized Practice of Law

AGENDA

**Lessons from our
COVID-19 Year**

- ✓ Maintaining Privilege & Protecting Confidentiality
- Staying Alert to Cybersecurity Threats
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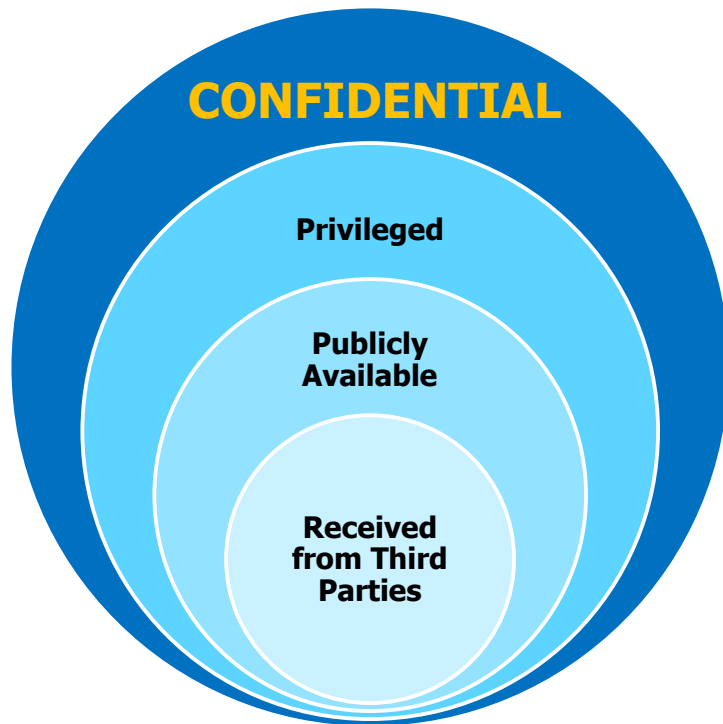
Confidentiality – Sources of the Obligation

- Ethical rules
- Federal and state law
- Client requirements
- Contractual provisions
- Good judgment



Model Rule 1.6 – Confidentiality of Information

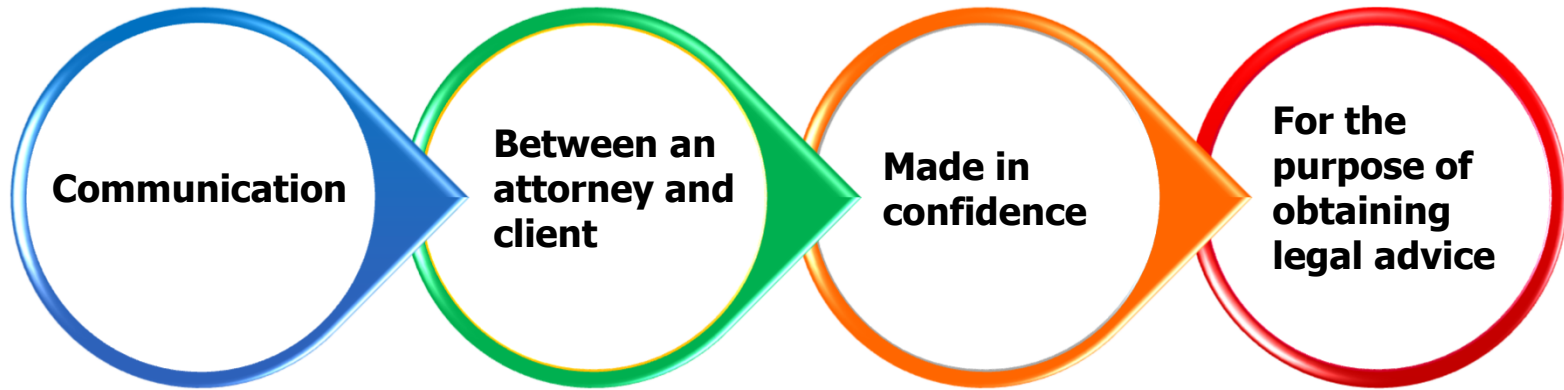
A lawyer shall not reveal information
relating to the representation of a client
unless the client gives informed consent ...



The duty of confidentiality is broad and sweeps in more than just privileged information.

Does the information relate to the representation of the client?

Elements of the Attorney-Client Privilege



Common Privilege Issues for In-house Counsel

- The **organization is the client** and not any constituents
 - Be careful with internal investigations
- The privilege only applies to **communications for legal advice**
 - Not facts
 - Not business advice
- Communications between **joint clients** are not privileged between the clients



Maximizing the Privilege

- Provide **training** on the scope of the privilege and how to maintain it
- Keep privileged information in a **separate file**
- **Label** communications as privileged
- **Confirm** in the communications that you're providing legal advice and not business advice
- **Limit the recipients** of privileged information
 - Constituents
 - Auditors
 - Vendors, consultants, and others
- **Use technology with care**



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Cyber Attacks on the Rise

90% of Companies Faced Increased Cyberattacks During COVID-19

INTERPOL report shows alarming rate of cyberattacks during COVID-19

COVID-19 pandemic delivers extraordinary array of cybersecurity challenges

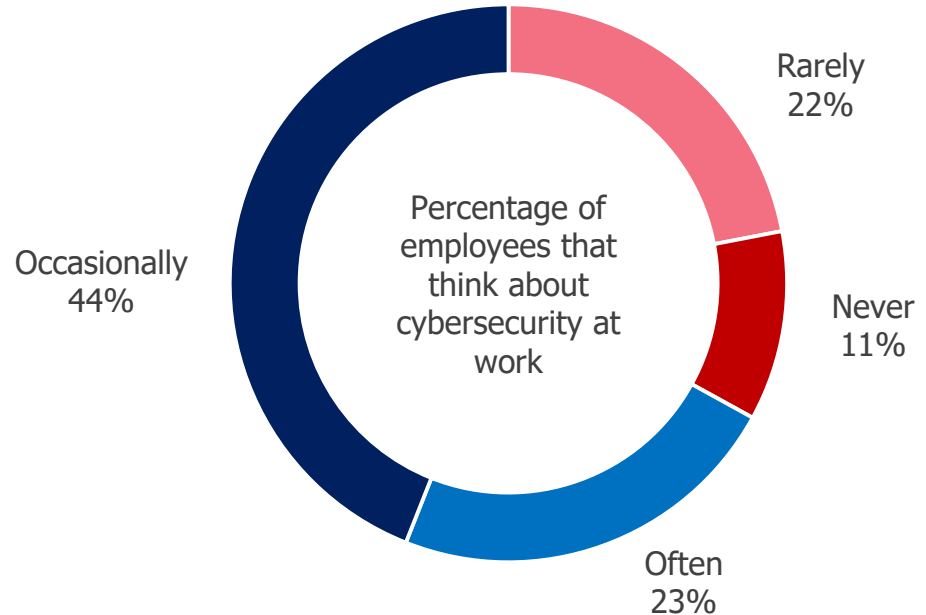
Cyberattacks on the rise during the COVID-19 Pandemic

Top Cyber Security Experts Report: 4,000 Cyber Attacks a Day Since COVID-19 Pandemic

To Err Is Human

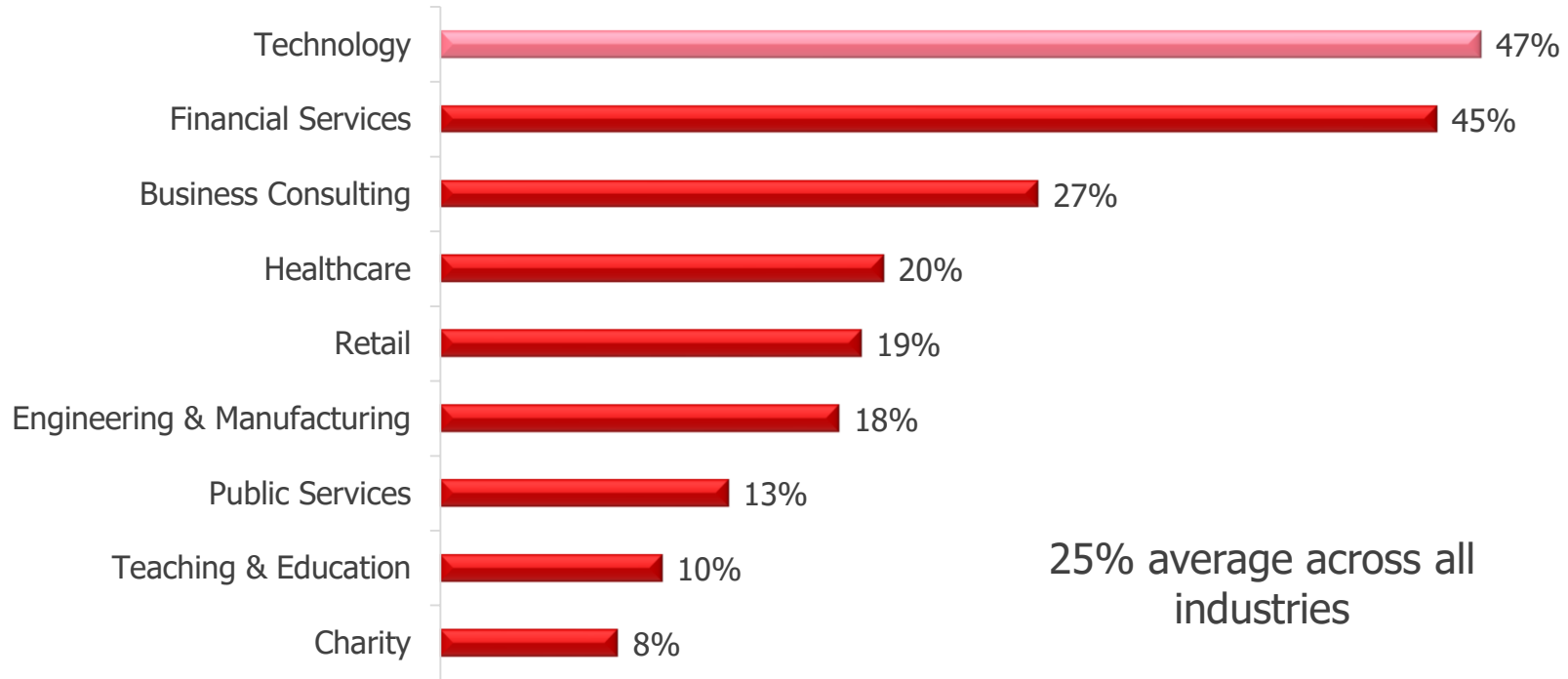
Psychology of Human Error Report – April 2020

- 88% of today's data breaches are caused by human error
 - User error is among the fastest-growing causes of data breaches
 - Others include breaches involving credentials, ransomware, and vulnerability exploitation
- 33% said they rarely or never think about cybersecurity
- 1 in 4 employees have clicked on a phishing email



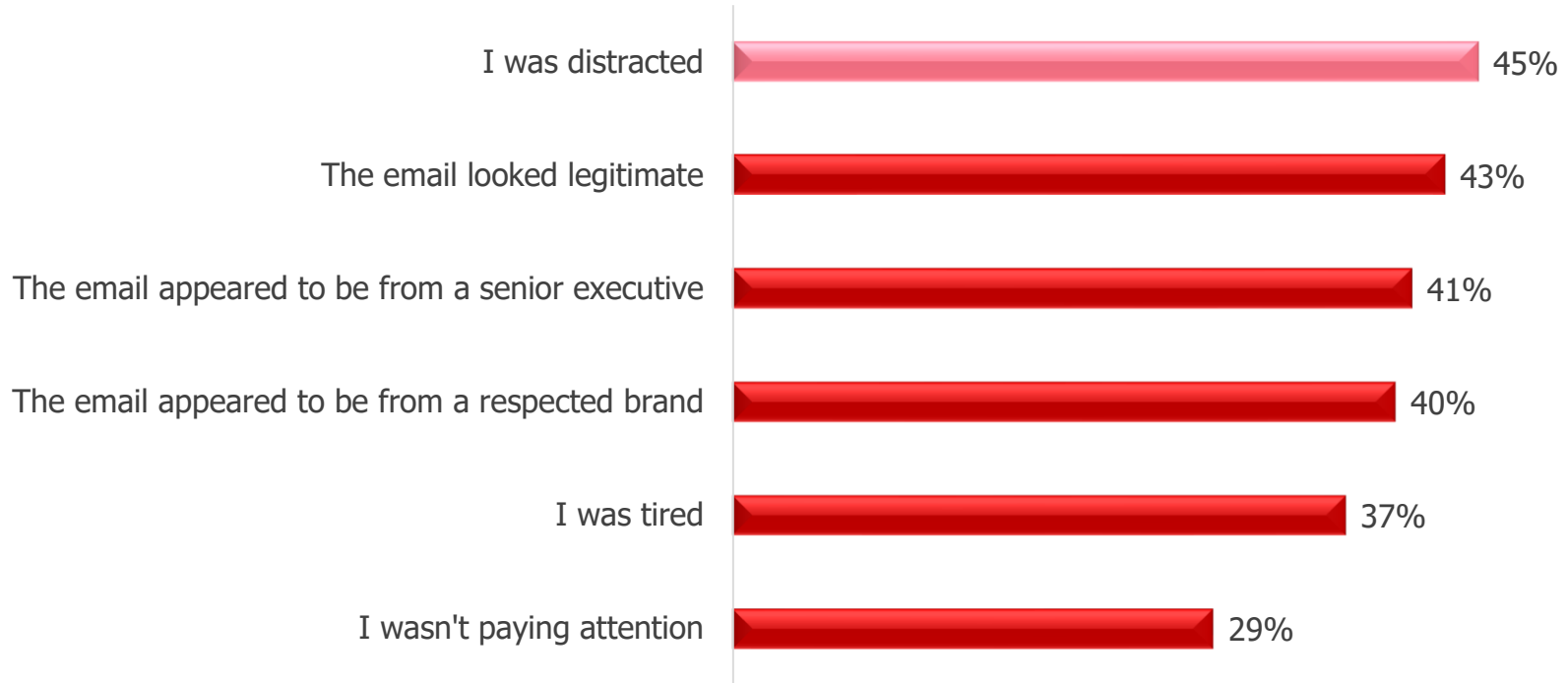
Employees Who Have Clicked on a Phishing Email at Work

Study on the Psychology of Human Error – April 2020



Why Employees Clicked on Phishing Emails

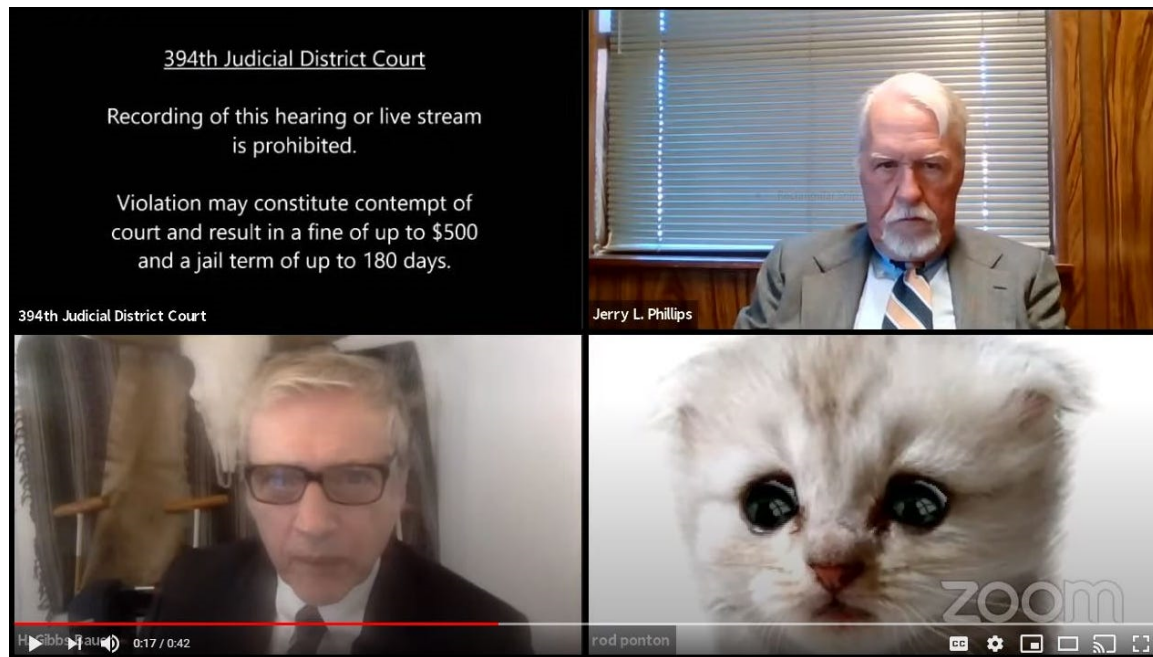
Study on the Psychology of Human Error – April 2020



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“I’m Not a Cat,” Says Lawyer Having Zoom Difficulties

The video was immediately shared widely and brought joy to many. The lawyer, Rod Ponton, said he was happy people got a much-needed laugh.

The New York Times
May 6, 2021

**Remember ...
home assistants
and smart devices
can listen too.**



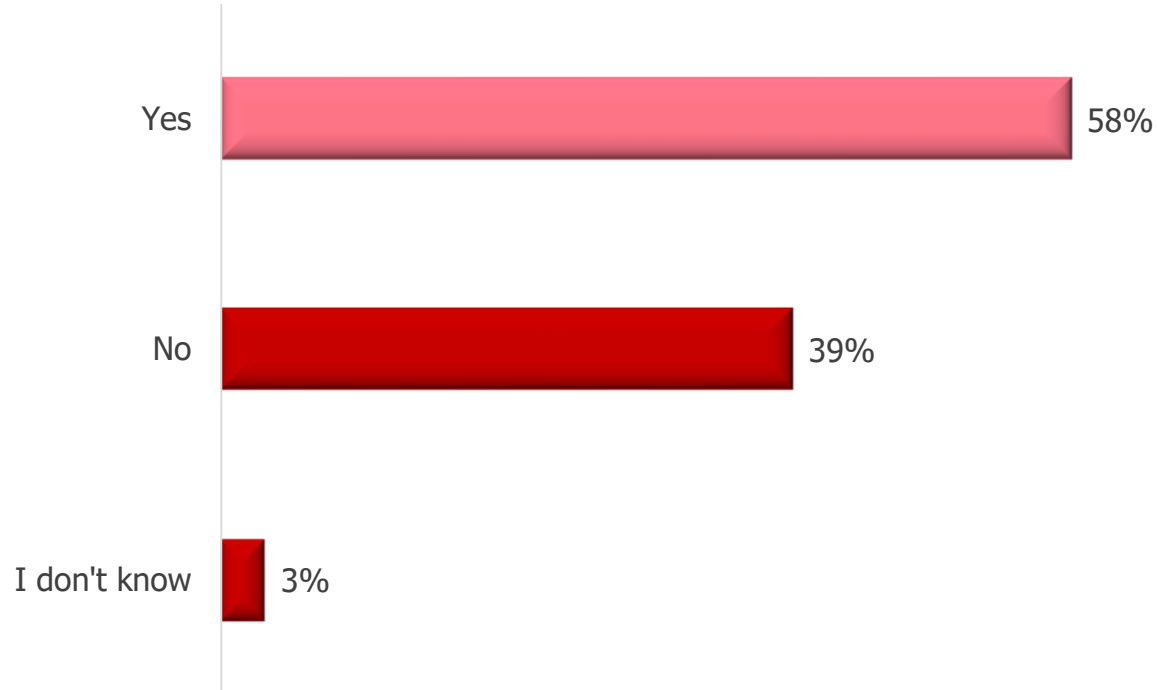
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Percentage of Employees that Have Sent a Misdirected Email

Study on the Psychology of Human Error – April 2020



The Consequences of Sending a Misdirected Email

Study on the Psychology of Human Error – April 2020



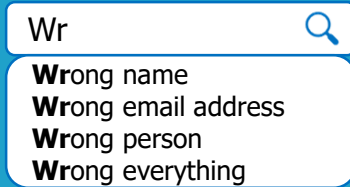
Why Employees Send a Misdirected Email

Study on the Psychology of Human Error – April 2020



Common Causes of Misdirected Emails

AUTOCOMPLETE



REPLY ALL



MISATTACHED FILES



Herd your "CATS" Before Hitting Send



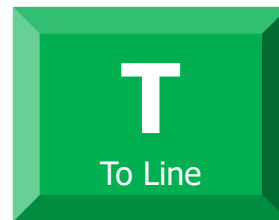
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- Review the **entire thread**
 - Is the chain below your email appropriate?
 - When in doubt, delete the chain
- Spell check and **proofread** ... printing in hard copy may help
- Get a **second reader** if possible
- Consider **tone**



- Use **appropriate file names**
- Open and **check all attachments**
 - Complete document
 - Correct version
 - PDF or Word file
 - Redlines and notes
- Scrub **metadata and track changes**



- Confirm all **names and email addresses**
- Beware of **Reply All and autofill** functions
- Triple-check the **intended recipients BEFORE hitting Send**



- Use appropriate **keywords** —not generic descriptions
- Will the subject line **help you find the email?**
- Consider **tagging the email** for importance

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ABA Formal Opinion 498 – Virtual Practice

March 10, 2021

AMERICAN BAR ASSOCIATION

STANDING COMMITTEE ON ETHICS AND PROFESSIONAL RESPONSIBILITY

Formal Opinion 498

March 10, 2021

Virtual Practice

The ABA Model Rules of Professional Conduct permit virtual practice, which is technologically enabled law practice beyond the traditional brick-and-mortar law firm.¹ When practicing virtually, lawyers must particularly consider ethical duties regarding competence, diligence, and communication, especially when using technology. In compliance with the duty of confidentiality, lawyers must make reasonable efforts to prevent inadvertent or unauthorized disclosures of information relating to the representation and take reasonable precautions when transmitting such information. Additionally, the duty of supervision requires that lawyers make reasonable efforts to ensure compliance by subordinate lawyers and nonlawyer assistants with the Rules of Professional Conduct, specifically regarding virtual practice policies.

I. Introduction

As lawyers increasingly use technology to practice virtually, they must remain cognizant of their ethical responsibilities. While the ABA Model Rules of Professional Conduct permit virtual practice, the Rules provide some minimum requirements and some of the Comments suggest best practices for virtual practice, particularly in the areas of competence, confidentiality, and supervision. These requirements and best practices are discussed in this opinion, although this opinion does not address every ethical issue arising in the virtual practice context.²

II. Virtual Practice: Commonly Implicated Model Rules

This opinion defines and addresses virtual practice broadly, as technologically enabled law practice beyond the traditional brick-and-mortar law firm.³ A lawyer's virtual practice often occurs when a lawyer at home or on-the-go is working from a location outside the office, but a lawyer's practice may be entirely virtual because there is no requirement in the Model Rules that a lawyer

¹ This opinion is based on the ABA Model Rules of Professional Conduct as amended by the ABA House of Delegates through August 2020. The laws, court rules, regulations, rules of professional conduct, and opinions promulgated in individual jurisdictions are controlling.

² Intricate virtual practice, for instance, also implicates Model Rule of Professional Conduct 5.5: Unauthorized Practice of Law; Multijurisdictional Practice of Law, which is not addressed by this opinion. See ABA Comm. on Ethics & Prof'l Responsibility, Formal Op. 495 (2020), stating that "[l]awyers may remotely practice the law of the jurisdictions in which they are licensed while physically present in a jurisdiction to which they are not admitted if the local jurisdiction has not determined that the conduct is the unlicensed or unauthorized practice of law and if they do not hold themselves out as being licensed to practice in the local jurisdiction, do not advertise or otherwise hold out as having an office in the local jurisdiction, and do not provide or offer to provide legal services in the local jurisdiction."

³ See generally MODEL RULES OF PROFESSIONAL CONDUCT (R. 1.06), defining a "firm" or "law firm" to be "a lawyer or lawyers in a partnership, professional corporation, sole proprietorship or other association authorized to practice law; or lawyers employed in a legal services organization on the legal department of a corporation or other organization." Further guidance on what constitutes a firm is provided in Comments [3], [4], and [4] to Rule 1.0.

Virtual practice is permitted, but remember ...

- "Supervisory lawyers have a duty to make reasonable efforts to ensure that subordinate lawyers and nonlawyer assistants comply with the applicable Rules of Professional Conduct"
- "Practicing virtually does not change or diminish this obligation"

Staying in Touch with Colleagues



- Communicate with each other
- Think about the right method
 - When is a phone call appropriate?
 - When is a video conference necessary?
 - What can be determined by email?
- Establish regular check-ins
- BYO-anything
- Look out for each other

The Prevalence of Substance Use and Other Mental Health Concerns Among American Attorneys

Patrick R. Krill, JD, LL.M., Ryan Johnson, MA, and Linda Albert, MSSW

Objectives: Rates of substance use and other mental health concerns among attorneys are relatively unknown, despite the potential for harm that attorney impairment poses to the struggling individuals themselves, and to our communities, government, economy, and society. This study measured the prevalence of these concerns among licensed attorneys, their utilization of treatment services, and what barriers existed between them and the services they may need.

Methods: A sample of 12,825 licensed, employed attorneys completed surveys, assessing alcohol use, drug use, and symptoms of depression, anxiety, and stress.

Results: Substantial rates of behavioral health problems were found, with 20.6% screening positive for hazardous, harmful, and potentially alcohol-dependent drinking. Men had a higher proportion of positive screens, and also younger participants and those working in the field for a shorter duration ($P < 0.001$). Age group predicted Alcohol Use Disorders Identification Test scores, respondents 30 years of age or younger were more likely to have a higher score than their older peers ($P < 0.001$). Levels of depression, anxiety, and stress among attorneys were significant, with 28%, 19%, and 23% experiencing symptoms of depression, anxiety, and stress, respectively.

Conclusions: Attorneys experience problematic drinking that is hazardous, harmful, or otherwise consistent with alcohol use disorders at a higher rate than other professional populations. Mental health distress is also significant. These data underscore the need for greater resources for lawyer assistance programs, and also the expansion of available attorney-specific prevention and treatment interventions.

Key Words: attorneys, mental health, prevalence, substance use (*J Addict Med* 2016;10: 46–52)

From the Hazelden Betty Ford Foundation (PRK, RJ), Wisconsin Lawyers Assistance Program (L.A.).

Received for publication June 26, 2015; accepted October 25, 2015. Funding: The study was funded by the Hazelden Betty Ford Foundation and the American Bar Association Commission on Lawyer Assistance Programs. Conflicts of interest: Linda Albert is an employee of the State Bar of Wisconsin. Remaining authors are employees of the Hazelden Betty Ford Foundation. No conflicts of interest are identified.

Send correspondence and reprint requests to Patrick R. Krill, JD, LL.M., Hazelden Betty Ford Foundation, PO Box 1181, BE 11, Center City, MN 55012-0011. E-mail: pkrl@hazeldenbettyford.org.

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DOI: 10.1097/ADM.0000000000000182

Little is known about the current behavioral health climate in the legal profession. Despite a widespread belief that attorneys experience substance use disorders and other mental health concerns at a high rate, few studies have been undertaken to validate these beliefs empirically or statistically. Although previous research had indicated that those in the legal profession struggle with problematic alcohol use, depression, and anxiety more so than the general population, the issues have largely gone unexamined for decades (Benjamin et al., 1990; Eason et al., 1990; Beck et al., 1995). The most recent and also the most widely cited research on these issues comes from a 1990 study involving approximately 1200 attorneys in Washington State (Benjamin et al., 1990). Researchers found 18% of attorneys were problem drinkers, which they stated was almost twice the 10% estimated prevalence of alcohol abuse and dependence among American adults at that time. They further found that 19% of the Washington lawyers suffered from statistically significant elevated levels of depression, which they contrasted with the then-current depression estimates of 5% to 9% of individuals in Western industrialized countries.

While the authors of the 1990 study called for additional research about the prevalence of alcoholism and depression among practicing US attorneys, a quarter century has passed with no such data emerging. In contrast, behavioral health issues have been regularly studied among physicians, providing a firmer understanding of the needs of that population (Oreskovich et al., 2012). Although physicians experience substance use disorders at a rate similar to the general population, the public health and safety issues associated with physician impairment have led to intense public and professional interest in the matter (DuPont et al., 2009).

Although the consequences of attorney impairment may seem less direct or urgent than the threat posed by impaired physicians, they are nonetheless profound and far-reaching. As a licensed profession that influences all aspects of society, economy, and government, levels of impairment among attorneys are of great importance and should therefore be closely evaluated (Rothstein, 2008). A scarcity of data on the current rates of substance use and mental health concerns among lawyers, therefore, has substantial implications and must be addressed. Although many in the profession have long understood the need for greater resources and support for attorneys struggling with addiction or other mental health concerns, the formulation of cohesive and informed strategies for addressing those issues has been handicapped by the

- Magnitude of the problem
 - 20% to 36% reported a drinking problem
 - 28% experience depression
 - 19% experience anxiety
 - 23% experience stress
- Less-experienced lawyers are the most at risk for substance abuse and mental health problems

Stress, drink, leave: An examination of gender-specific risk factors for mental health problems and attrition among licensed attorneys

Justin Anker, Patrick R. Krill

Published: May 12, 2021 • <https://doi.org/10.1371/journal.pone.0250563>

Abstract

Rates of mental illness and heavy alcohol use are exceedingly high in the legal profession, while attrition among women has also been a longstanding problem. Work overcommitment, work-family conflict, permissiveness toward alcohol in the workplace, and the likelihood of promotion are all implicated but have yet to be systematically investigated. Data were collected from 2,863 lawyers randomly sampled from the California Lawyers Association and D.C. Bar to address this knowledge gap. Findings indicated that the prevalence and severity of depression, anxiety, stress, and risky/hazardous drinking were significantly higher among women. Further, one-quarter of all women contemplated leaving the profession due to mental health concerns, compared to 17% of men. Logistic models were conducted to identify workplace factors predictive of stress, risky drinking, and contemplating leaving the profession. Overcommitment and permissiveness toward alcohol at work were associated with the highest likelihood of stress and risky drinking (relative to all other predictors) for both men and women. However, women and men differed with respect to predictors of leaving the profession due to stress or mental health. For women, work-family conflict was associated with the highest likelihood of leaving, while overcommitment was the number one predictor of leaving for men. Mental health and gender disparities are significant problems in the legal profession, clearly requiring considerable and sustained attention.

Citation: Anker J, Krill PR (2021) Stress, drink, leave: An examination of gender-specific risk factors for mental health problems and attrition among licensed attorneys. PLoS ONE 16(5): e0250563. <https://doi.org/10.1371/journal.pone.0250563>

Editor: Osama Ali Abulseoud, National Institute on Drug Abuse, UNITED STATES

Received: January 5, 2021; **Accepted:** April 11, 2021; **Published:** May 12, 2021

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Data Availability: Data cannot be shared publicly because they involve human research participants and contain potentially sensitive information related to mental health and substance use. Researchers who meet the criteria for access to confidential data may send requests to the California Lawyers Association: ellen.miller@calbar.org and the D.C. Bar: DP@dcbar.org.

Funding: Dr. Anker's time was compensated through his NIH grant (Grant #K01AA024805). Patrick Krill contributed his time to this project on a pro-bono basis. There was no other funding for this study.

Competing Interests: Patrick Krill has a commercial affiliation (through self-employment with Krill Strategies, LLC) but contributed his time to this project on a pro-bono basis. Krill has previously served on the Advisory Board for the American Bar Association Commission on Lawyer Assistance Programs (2017-2020), served as a consultant to the State Bar of California (2017-2018), and currently serves as Board Vice President of Research for the Institute for Well-being in Law, a 501(c)(3) nonprofit organization focused on advocacy, research, education, and technical and resource support for the legal profession. There are no patents, products in development or marketed products associated with this research to declare. This does not alter our adherence to PLOS ONE policies on sharing data and materials.

Introduction

The United States legal profession is in the midst of a cultural reckoning related to the mental health and well-being of its members. Recent national reports indicate that lawyers suffer from exceedingly high rates of depression, anxiety, and substance misuse [1,2]. For example, in a large nationwide study of 12,825 licensed, currently practicing attorneys, 28% reported symptoms of depression, 23% indicated having mild to extremely severe stress, and 20.6% engaged in problematic drinking [1]. However, this problem extends beyond the individual lawyer and has the potential to impact not only clients but also the legal system more broadly. As a result, institutions and stakeholders have cast a critical eye on practices that contribute to poor mental health, including many of the attitudes and behaviors often considered synonymous with success in the legal profession, such as long hours and work overcommitment. There is a growing consensus that more needs to be done to improve the situation, and a movement has emerged to position mental health as a visible strategic priority for the legal profession. This has included the formation of national and state task forces (e.g., The National Task Force on Lawyer Well-Being), hundreds of large employers signing an ABA-sponsored pledge to reduce mental health and addiction problems (American Bar Association Well-Being Pledge), and a proliferation of media coverage [3,4].



- 50% experiencing depression and anxiety
- More than 50% screened positive for risky drinking
- Women experiencing meaningfully worse mental health problems and attrition
 - 1 in 4 women is contemplating leaving the law due to mental health problems, burnout, or stress
 - .17% of male attorneys report having the same thoughts

AGENDA

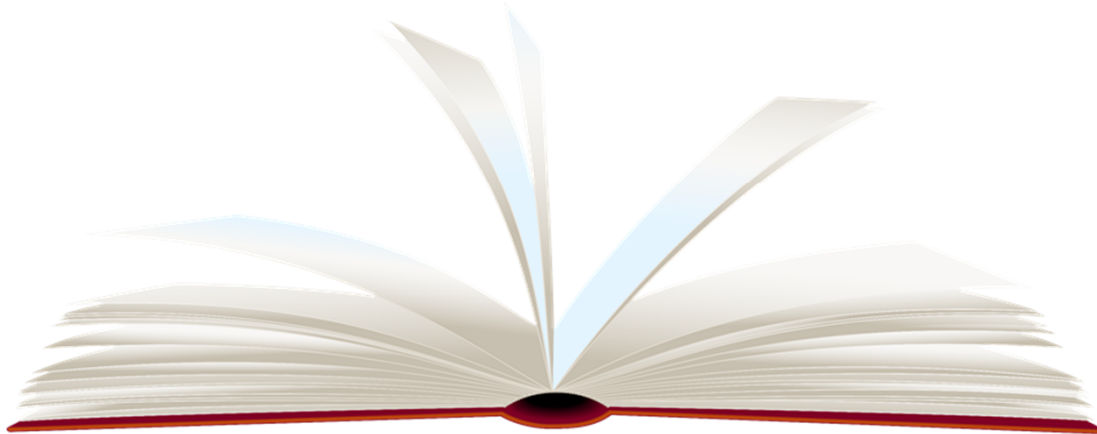
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Model Definition of the “Practice of Law”

The application of **legal principles and judgment** with regard to the circumstances or objectives of a person that require **the knowledge and skill of a person trained in the law.**



Model Rule 5.5 – The Unauthorized Practice of Law (UPL)

1

Prohibited Conduct

- Establishing an office
- Holding yourself out as admitted
- Otherwise establishing a “systematic and continuous presence”

2

Temporary Basis Safe Harbors

- The Local Counsel Exception
- The Pro Hac Vice Exception
- The Arbitration Exception
- The “Reasonably Related” Exception

3

In-House Counsel Exception

- Services are provided to the lawyer’s employer or organizational affiliate
- Registration may be required

4

The Federal Law Exception

- Services are authorized by federal or other law

5

The Perils of UPL

- Discipline in host and home state
- Criminal punishment
- Loss of privilege
- Reputational damage

D.C. Opinion 24-20 – Teleworking from Home and the Pandemic

March 23, 2020



OPINION 24-20: Teleworking from Home and the COVID-19 Pandemic

In light of the widespread use of telework occasioned by the need to practice social distancing to slow the spread of the novel coronavirus COVID-19, the D.C. Court of Appeals Committee on Unauthorized Practice of Law has issued the following opinion identifying circumstances in which persons who are not District of Columbia bar members may practice law from personal residences or other locations within the boundaries of the District of Columbia under Rule 49(c)(13) ("Incidental and Temporary Practice").

Background Legal Principles

Rule 49(a) of the Rules of the District of Columbia Court of Appeals provides: "Except as otherwise permitted by these rules, no person may engage in the practice of law in the District of Columbia or in any manner hold out as authorized or competent to practice law in the District of Columbia unless enrolled as an active member of the D.C. Bar." "In the District of Columbia" means conduct in, or conduct from an office or location within, the District of Columbia." D.C. Ct. App. R. 49(b)(3). Rule 49's official commentary explains:

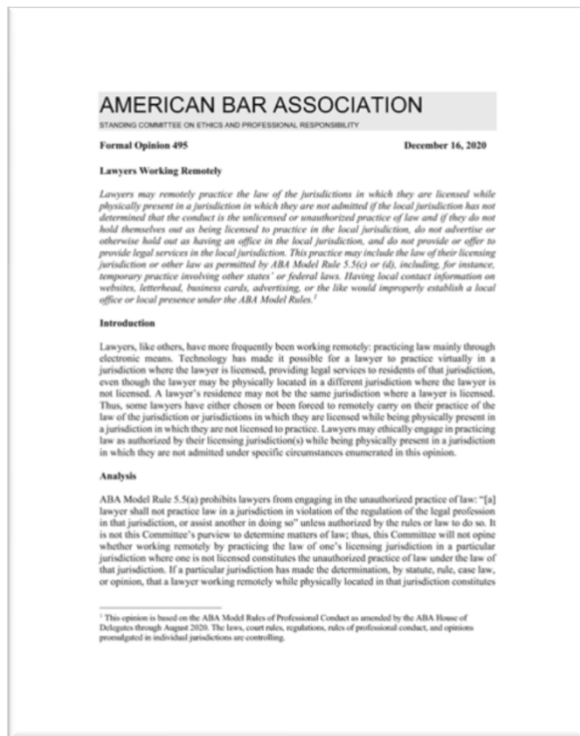
The rule is intended to regulate all practice of law within the boundaries of the District of Columbia. . . . A lawyer is engaged in the practice of law in the District of Columbia when the lawyer provides legal advice from an office or location within the District. That is true if the lawyer practices in a residence or in a commercial building, if all of the lawyer's clients are located in other jurisdictions, if the lawyer provides legal advice only by telephone, letter, email, or other means, if the lawyer provides legal advice only concerning the laws of jurisdictions other than the District of Columbia, or if the lawyer informs the client that the lawyer is not authorized to practice law in the District of

It's not UPL if a lawyer ...

- Is practicing from home in Washington, D.C. because of the pandemic
- Maintains an office in a jurisdiction where the lawyer is admitted
- Avoids using a Washington, D.C. address in any business document or holding out as authorized to practice in Washington, D.C.
- Does not regularly conduct in-person meetings with clients or third parties in Washington, D.C.

ABA Formal Opinion 495 – Lawyers Working Remotely

December 16, 2020



It's not UPL if ...

- A lawyer practices the law of the jurisdiction where the lawyer is admitted while physically present elsewhere
- The lawyer does not:
 - Hold out as licensed to practice in the local jurisdiction
 - Advertise or otherwise hold out as having an office in the local jurisdiction
 - Provide or offer to provide legal services in the local jurisdiction
- **AND the local jurisdiction does not view the conduct as UPL**

State Responses to ABA Opinion 495

- **New York City Bar Proposes Amendment to the Temporary Practice Rules (February 3, 2021)**
 - References ABA Opinion 495.
 - Proposed a new “Working from Home” exception “to confirm that lawyers who practice law outside New York State do not engage in the practice of law in this State solely by virtue of physically working remotely from their homes in this State.”
 - “Our hope is that clarifying New York’s position will encourage such other states to reciprocate and thus provide similar comfort that New York lawyers need not fear that working from their homes in such states will result in liability for unauthorized practice of law claims.”
- **New York Senate Repeals In-State Office Requirement (May 12, 2021)**
 - Allows lawyers to practice in New York without keeping a physical office in the state and while living elsewhere
 - Awaiting approval by the state Assembly and the governor before becoming law
- **Pennsylvania Joint Formal Opinion 2021-100 (March 2, 2021)**
 - Adopts ABA Opinion 495
 - “Lawyers licensed in Pennsylvania may ethically engage in the remote practice of law for clients with Pennsylvania matters while being physically present in a jurisdiction in which they are not admitted unless a statute, rule, case law, or opinion of that jurisdiction prohibits the conduct.”

Florida Proposed Advisory Opinion 2019-4

Approved May 20, 2021

Supreme Court of Florida

No. SC20-1220

THE FLORIDA BAR RE: ADVISORY OPINION—OUT-OF-STATE ATTORNEY WORKING REMOTELY FROM FLORIDA HOME.

May 20, 2021

PER CURIAM.

This matter is before the Court for consideration of a proposed advisory opinion from the Standing Committee on the Unlicensed Practice of Law (Standing Committee) regarding an out-of-state licensed attorney working remotely from Florida. We have jurisdiction. See art. V, § 15, Fla. Const.; R. Regulating Fla. Bar 10-9.1(g).

Thomas Restaino, an out-of-state licensed attorney, filed with the Standing Committee a request for issuance of an advisory opinion on the issue of whether it constituted the unlicensed practice of law for him to work remotely from his Florida home solely on federal intellectual property matters for a New Jersey

It's not UPL if a lawyer ...

- Has a home in Florida
- Is employed by a New Jersey firm with no place of business or office in Florida
- Works remotely from home only on matters concerning federal intellectual property rights—not Florida law
- Does not have or create a public presence or profile in Florida as an attorney

Other Jurisdictions

- **Arizona, Minnesota, New Hampshire, and North Carolina**

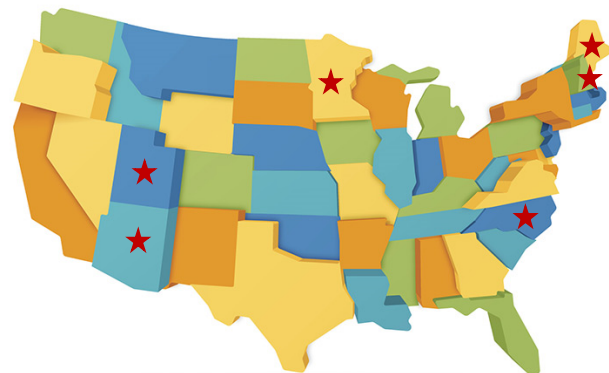
- Lawyers may exclusively practice the law of another jurisdiction; Minnesota requires notice to the client.
- Minnesota also allows a lawyer to represent family members.
- New Hampshire Rule 5.5 – Comment 3: “The assumption that a lawyer must be licensed in New Hampshire simply because he or she happens to be present in New Hampshire no longer makes sense in all instances.”

- **Maine Ethics Opinion 189 (2005)**

- “Where the lawyer’s practice is located in another state and where the lawyer is working on office matters from afar, we would conclude that the lawyer is not engaged in the unauthorized practice of law.”

- **Utah Ethics Opinion 19-03 (2019)**

- “What interest does the Utah State Bar have in regulating an out-of-state lawyer’s practice for out-of-state clients simply because he has a private home in Utah? And the answer is the same — none.”



	Rule 5.5 Safe Harbors			Admission Options		
Jurisdiction	Temporary Practice	In-House Counsel	Federal Law	On Motion	With UBE Score	Attorney's Exam
California	✓	✓	✗	✗	✗	✓
Connecticut	✓	✓	✓	✓	✓	✗
Delaware	✓	✓	✓	✗	✗	✗
Washington, D.C.	✓	✓	✓	✓	✓	✗
Florida	✓	✓	✗	✗	✗	✗
Illinois	✓	✓	✓	✓	✓	✗
Massachusetts	✓	✓	✓	✓	✓	✗
New Jersey	✓	✓	✗	✓	✓	✗
New York	✓	✓	✗	✓	✓	✗
Pennsylvania	✓	✓	✓	✓	✓	✗
Texas	✗	✗	✗	✓	✓	✗

Takeaways

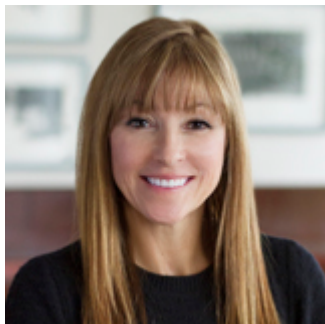
- Protect the privilege
- The same rules apply no matter where you're working
- Be cyber-vigilant
- Herd your CATS
- Stay in touch and look out for each other
- Be aware of the local rules on UPL



Biographies

Morgan Lewis

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The general counsel of Morgan Lewis, Michele A. Coffey focuses her practice on representing financial institutions and their employees in investigations and enforcement actions by the US Securities and Exchange Commission (SEC), the Financial Industry Regulatory Authority (FINRA), the Commodity Futures Trading Commission (CFTC), and other agencies. One of the leaders for the litigation practice's financial services practice, she also represents clients in state and US federal courts, and in arbitration and mediation. Michele frequently lectures on securities regulatory and enforcement issues.

Some of the world's top financial institutions have turned to Michele to handle multiple high-stakes investor and employee disputes in FINRA and other arbitral forums. She has experience in SEC investigations into issues including market manipulation and insider trading, and in FINRA inquiries into short selling, mark-ups, front-running, and other trading practices.

Prior to assuming her role as general counsel of the firm, Michele served as deputy general counsel, one of several internal leadership positions she has held at Morgan Lewis.

Timothy W. Levin



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Timothy W. Levin, leader of the firm's investment management practice, counsels investment advisers and other financial services firms on the design, development, and management of pooled investment vehicles and investment advisory programs. He also advises fund managers in connection with organization, registration, and ongoing regulatory compliance. Additionally, he represents managers and sponsors of unregistered pooled investment vehicles.

Timothy's clients include many types of registered investment companies, such as mutual funds and registered funds of hedge funds, and funds focused on alternative investment strategies, including business development companies (BDCs). His unregistered pooled investment vehicle clients include private funds, bank collective investment trusts (CITs), and companies seeking exemption from investment company status.

Since 2008, *Chambers USA: America's Leading Lawyers for Business* has recognized Timothy for his work.

He speaks frequently at conferences and moderates panels. He also co-chairs the annual Hedge Fund Conference. Timothy is the editor of *Morgan Lewis Hedge Fund Deskbook: Legal and Practical Guide for a New Era* and the *Mutual Fund Regulation and Compliance Handbook*.

Nanette Medved-Po, Founder and Chairwoman, HOPE and Founder, Plastic Credit Exchange, Inc. (PCX)



Nanette is the founder and chairwoman at HOPE. As an impact company, HOPE invests 100% of profits to improving public school education infrastructure, agriculture interventions for smallholder farmers, and environmental initiatives in both the plastic waste and carbon sequestration spaces. HOPE was awarded the grand prize at Developmental Social Enterprise Awards by Price Waterhouse Coopers, and was recognized globally as the Best New Brand and Best CSR by the Global Bottled Water Awards. HOPE became the first Certified B Corporation in the Philippines for meeting the highest standards of social and environmental transparency and accountability.

Nanette is also the founder of Plastic Credit Exchange, Inc. (PCX), the first non-profit plastic offset program globally that has built a community committed to seeking out the most environmentally sound solutions for plastic waste. PCX takes plastic pledges from companies around the world and provides ways to offset those footprints through credible post-consumer plastic removal and processing systems.

Nanette serves on the Board of Trustees of the WWF Philippines and on the Board of Directors of Winrock International in Virginia. She recently received the NGO Leadership Award and Social Innovation Leadership Award from the Philippines Leadership Awards. She was also honored as one of Forbes' Heroes of Philanthropy.

Nanette graduated Summa Cum Laude with degrees in Finance and Entrepreneurship from Babson College in Massachusetts.

Rachel T. Nguyen



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Rachel Nguyen is a member of the firm's office of the general counsel, where she provides a broad range of risk management advice to the firm and its lawyers on matters involving legal ethics and professional responsibility.

Prior to joining Morgan Lewis, Rachel was a senior loss prevention counsel with the country's leading malpractice insurance carrier for large law firms. In that role, she helped law firms manage their exposure to professional liability through counseling and education on ethical obligations and risk management strategies. Before that, Rachel was a commercial litigation partner at an *AmLaw 100* firm in Chicago.

Mark Vanderhelm, Vice President of Energy and Facilities Maintenance, Walmart



Joining Walmart in 2015, Mark Vanderhelm, now Vice President of Energy and Facilities Maintenance, leads the team supporting Walmart U.S., including competitive markets supply, regulatory, energy resilience and management, energy services and energy project and program design, development and implementation. He oversees the company's US commitment to Zero Emissions by 2040 and Zero Waste by 2025. Beginning in 2019, Mark leads the US Facilities Maintenance organization in which he is transforming the organization to create a technical services career path attracting talent through leveraging technology and driving the digitization of the physical retail environment. In Energy, Mark's team has increased the annual capital deployed 6x over the last 4 years, building and implementing programs that have reduced energy usage and is on path to reduce energy spend by a net 15% over the next 3 years. In FM, Mark's team has increased the capital deployed by 2.5x moving into next fiscal year and is on path to reduce spend by a net 25% over the next 3 years. Finally, Mark has been charged to monetize Walmart real estate through new initiatives: enhanced connectivity, direct to consumer energy products, and vehicle charging infrastructure all of which enhance the customer experience.

Mark joined the company from Exelon Generation, LLC in Pennsylvania, where he managed Generation and Renewables Development. In this role, Mark led the team responsible for developing new generation projects (gas, solar, biomass, storage and hydro) and investing in new electricity-based technologies throughout the U.S. and Canada. In previous roles, he led business development for the retail team, as well as the wholesale origination team focused on the Southern U.S. Throughout these roles, Mark directed due diligence and negotiation for key growth projects for the organization.

Mark holds a Bachelor's Degree in Mechanical Engineering from University of Texas. He went on to earn a Master's Degree and Doctorate in Nuclear Engineering from MIT, where he co-directed the Institute of Nuclear Power Operations' Reactor Technology Course for Utility Executives.

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Jedd H. Wider focuses on global private investment funds and managed accounts, particularly global hedge, private equity, secondary, and venture capital funds. As co-leader of the global private funds practice, he represents leading financial institutions, fund managers, and institutional investors in their roles as fund sponsors, placement agents, and investment entities. He assists clients through all stages of product development and capital raising as well as customized arrangements, seed and lead investor arrangements, and joint ventures. He specializes in all aspects of secondary transactions, and complex financial structurings.

Jedd concentrates on all aspects of bespoke fund products and arrangements including funds of one and managed accounts and regularly advises clients on all aspects of regulatory compliance.

Members of the international media often seek out Jedd for his views on the hedge fund and private equity fund industries and capital markets. His analysis can be found in US and international publications, including *The Wall Street Journal*, *The Economist*, and *Financial Times*, as well as on television networks such as Bloomberg and CNN.

Jedd lectures and serves as a panelist on private investment fund topics for trade programs and organizations around the world. He has delivered speeches and presentations to numerous private fund conferences such as the Hedge Fund Institutional Forum, Dow Jones Private Equity Analyst Limited Partners Summit, Endowments & Foundations Roundtable, Association of Life Insurance Counsel, National Association of Public Pension Fund Attorneys (NAPPA), West Legalworks, InfoVest21 Hedge Fund Conference, the Annual Euromoney Summit of European Hedge Funds in London, Capital Roundtable Fund Conferences, the Annual International Conference on Private Investment Funds in London, the Wharton Private Equity and Venture Capital Conference, the On Point Investors and Hedge Fund Risk Summit, and the Lazard Capital Markets Hedge Fund Conference.

Jedd is listed in *The US Legal 500*, *Chambers Global: The World's Leading Lawyers*, and *Chambers USA: America's Leading Lawyers for Business*.

He serves as an editorial board member of *The Journal of Investment Compliance* and as an editor of the *Morgan Lewis Hedge Fund Deskbook: Legal and Practical Guide for a New Era* published by Thomson Reuters/West. He regularly publishes articles on current hedge fund and private equity fund topics. He co-chairs the Annual Morgan Lewis Advanced Topics in Hedge Fund Practices Conference and chairs Morgan Lewis's Hedge Fund University Web Series.

Jedd clerked for Judge Nicholas Politan of the US District Court for the District of New Jersey and for US Attorney Rudolph Giuliani of the Southern District of New York.

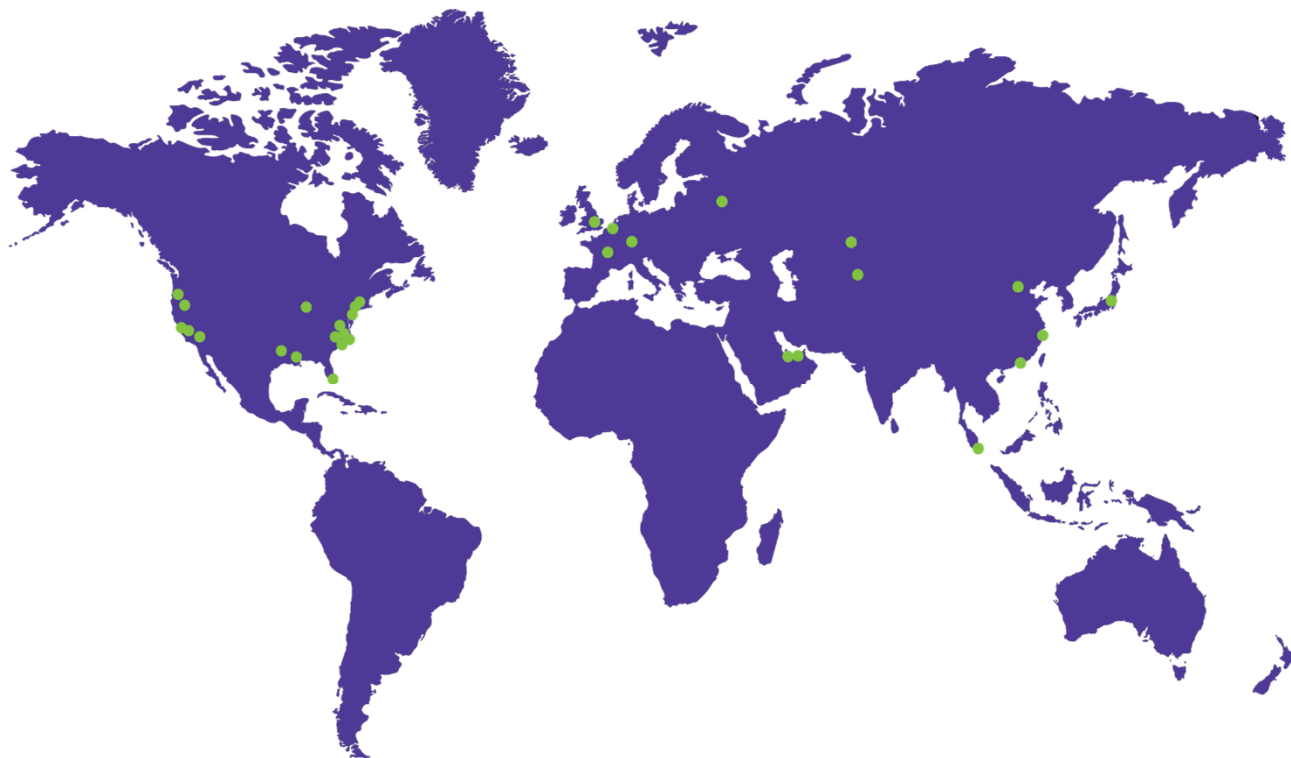
He is conversant in French.

Our Global Reach

Africa
Asia Pacific
Europe
Latin America
Middle East
North America

Our Locations

Abu Dhabi
Almaty
Beijing
Boston
Brussels
Century City
Chicago
Dallas
Dubai
Frankfurt
Hartford
Hong Kong
Houston
London
Los Angeles
Miami
Moscow
New York
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