

Oregon State Bar
2025 House of Delegates Meeting
Thursday, October 30, 2025
9:00 a.m. in person at the OSB Center
Remote attendance option available



October 10, 2025

Dear Oregon State Bar Licensee:

I am pleased to invite you to the 2025 OSB House of Delegates meeting, which will begin at **9:00 a.m.** on **Thursday, October 30, at the Oregon State Bar Center in Tigard, Oregon.** The agenda follows this letter.

You are welcome to attend either in person or remotely. We encourage you to attend in person if you are able to do so, particularly if you would like to speak on any of the resolutions. Attendance in person provides an opportunity to connect with your fellow delegates. And, we will have snacks and lunch available for those who attend in person, to keep you fueled throughout our discussions.

All bar licensees are welcome and encouraged to participate in the discussion and debate of HOD agenda items, but only delegates may vote on resolutions. If you are unable to attend, please contact one of your delegates to express your views on the matters to be considered. Delegates are listed on the bar's website at www.osbar.org/docs/leadership/hod/hodroster.pdf.

If you have questions concerning the meeting, contact Sara Doherty, executive assistant, by email at sdoherty@osbar.org or by phone at (503) 431-6386 or (800) 452-8260 ext. 386. Remember that delegates are eligible for reimbursement of mileage to and from the meeting. Reimbursement is limited to 400 miles, and expense reimbursement forms must be submitted within 30 days after the meeting.

I look forward to seeing you at the HOD meeting on Thursday, October 30, and I thank you in advance for your thoughtful consideration and debate of these items.

Myah Kehoe
2025 OSB President

OREGON STATE BAR
2025 House of Delegates Meeting AGENDA
October 30, 2025, at 9:00 a.m.
OSB Center
16037 SW Upper Boones Ferry Road, Tigard, OR

Reports

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| <p>1. Call to Order
<i>Myah Kehoe, OSB President</i></p> <p>2. Adoption of Final Meeting Agenda
<i>Myah Kehoe, OSB President</i></p> <p>3. Report of the President
<i>Myah Kehoe, OSB President</i></p> <p>4. <u>Notice of Actions on Past HOD Resolutions</u>
<i>Myah Kehoe, OSB President</i></p> <p>5. Report from the Court
<i>Chief Justice Meagan Flynn, Oregon Supreme Court</i></p> | <p>6. <u>Report of the Board of Governors Budget & Finance Committee and Notice of 2026 License Fees</u>
<i>Megan Houlihan, Chair, BOG Budget & Finance Committee</i></p> <p>7. <u>Overview of Parliamentary Procedure</u>
<i>Lori Brocker, Parliamentarian</i></p> |
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Resolutions

- 8. Amend HOD Rules of Procedure**
(BOG Resolution No. 1)
Ankur Doshi, OSB General Counsel
- 9. Amend Rules of Professional Conduct 1.5 and 1.15-1**
(BOG Resolution No. 2)
Ankur Doshi, OSB General Counsel
- 10. Amend RPCs for Licensed Paralegals**
(BOG Resolution No. 3)
Ankur Doshi, OSB General Counsel
- 11. Evaluate Amending RPC 1.8 (e)(3)**
(HOD Delegate Resolution No. 1)
Danny Lang, Ex-Officio Delegate, Region 3
- 12. Leadership Institute Engagement with HOD Members**
(HOD Delegate Resolution No. 2)
Danny Lang, Ex-Officio Delegate, Region 3
- 13. Allocation of Adequate Funding for the HOD**
(HOD Delegate Resolution No. 3)
Danny Lang, Ex-Officio Delegate, Region 3
- 14. Licensure of Law Practitioners**
(HOD Delegate Resolution No. 4)
Danny Lang, Ex-Officio Delegate, Region 3
- 15. Support of Adequate Funding for Legal Services to Low-Income Oregonians**
(HOD Delegate Resolution No. 5)

Peter Werner, HOD Region 1
Kristie Gibson, HOD Region 2
Victory Walker, HOD Region 3

Sonia Montalbano, HOD Region 5
Vanessa Nordyke, HOD Region 6
Heather Decker, HOD Region 7

16. Support Adequate Funding for the Oregon Judicial Branch

(HOD Delegate Resolution No. 6)

Vanessa Nordyke, HOD Region 6

17. In Memoriam

(BOG Resolution No. 4)

2024 Delegates Resolutions Passed

Steps Taken

HOD Resolution: Amend HOD Rules of Procedure (minimum time to record electronic votes).

Action: HOD Rules of Procedure were updated on the [OSB website](#).

HOD Resolution: Amend Oregon RPC 1.16 (declining or terminating representation).

Action: The proposed amendment was submitted to the Supreme Court on November 13, 2024, and approved by the Court effective January 1, 2025.

HOD Resolution: Support for adequate funding for Legal Services to Low-Income Oregonians.

Action: The Board of Governors adopted the [2025 Legislative Priorities](#), which include supporting legal services for low-income Oregonians. The 2025 Legislature approved a 6.8% increase to the OSB Legal Services Program and maintained funding for the bar's Immigration Legal Services Program.

HOD Resolution: Support adequate funding for the Oregon Judicial Branch.

Action: The Board of Governors 2025 Legislative Priorities include support for court funding. The 2025 Legislature approved current service level budgets for Oregon courts. It also approved continued funding to fix or replace several outdated courthouses and funded new judgeships in Lane, Clackamas, and Douglas Counties.

HOD Resolution: Support adequate funding for public defense providers (as amended).

Action: The Board of Governors 2025 Legislative Priorities include support for Oregon's indigent defense system. The 2025 Legislature approved a 14.8% increase in funding for the Oregon Public Defense Commission (OPDC), as well as support for the system's move from the judicial to the executive branch.

HOD Resolution: Support adequate funding for Oregon's CASA network (as amended).

Action: The Oregon State Bar certified CASA of Marion County under the Pro Bono Certification Program and added the organization to the list of charitable organizations approved for section donations. The bar also sought to raise awareness of CASA with a feature article in the June edition of the OSB Bulletin.

Notice of 2026 Oregon State Bar Member Fee

Pursuant to ORS 9.191(1), the Board of Governors issues the following notice for proposed annual fees for 2026. The first chart below shows the Fee Schedule for the 2026 Annual Fees for Lawyers. The fee below includes the 2026 assessments for the Client Security Fund (CSF) and the Loan Repayment Assistance Program (LRAP) for active lawyers. The base fee of \$658 remains unchanged, as does the Loan Repayment Assistance Assessment of \$10.00.

The second chart shows the Fee Schedule for Licensed Paralegals (LPs). The LP license fee shown below includes the \$15 CSF assessment, but no LRAP assessment, as LPs are not currently eligible for loan repayment assistance through the bar’s program.

The Board of Governors decided to hold the CSF assessment for 2026 at \$15.00. As of August 31, 2025, the CSF fund balance was \$2.21 million. The CSF balance is forecasted to remain above the \$1.25 million reserve level through 2026. The Board of Governors has also increased the late fee penalty for 2026 by \$25, from \$100 to \$125 for Active Licensees and from \$50 to \$75 for Active Pro Bono, Inactive, and Retired Licensees. The late-fee penalty has not increased in over 10 years.

The due date for all 2026 member fees is Monday, February 2, 2026.

Lawyer Fee/Status	Fee Through February 2, 2026	Fee Effective February 3, 2026
Active	\$ 683	\$ 808
Active Under \$48,750 AGI **	\$ 552	\$ 677
Active Pro Bono	\$ 150	\$ 225
Inactive	\$ 150	\$ 225
Retired	\$ 150	\$ 225
** Based on 2025 annual gross income		

Licensed Paralegal Fee/Status	Fee Through February 2, 2026	Fee Effective February 3, 2026
Active	\$ 345	\$ 470
Inactive	\$ 150	\$ 225
Retired	\$ 150	\$ 225

OVERVIEW OF PROCEDURE FOR OSB HOUSE OF DELEGATES MEETING

- The HOD will consider items on the agenda in the order as finally approved by the HOD pursuant to HOD Rule 5.6.
- The presenter of each resolution will have five minutes to explain the item, and then move its adoption (or ask a delegate to do so). If the motion is seconded, the resolution will be open to debate.
- All bar members attending (in-person or virtually) may participate in the debate.
- Debate will alternate between the “pro,” “con,” and “other” speakers. The “other” speaker may submit motions, raise procedural issues, or provide comments neither supporting nor opposing the resolution.
- Members wishing to speak must place themselves in virtual line on the online voting platform. The chair will call on a speaker in the virtual line in each category.
- Speakers in-person will move to a microphone in the room to speak. Speakers virtually will be promoted in ZOOM to allow them to be visible on video and speak to the HOD.
- Each speaker must give their names, the city in which they practice and, if they are delegates, the constituency they represent.
- Each speaker has three minutes to speak.
- No one may speak a second time until all those who wish to speak on the resolution have had the opportunity to do so.
- Delegates seeking to make a motion (motion to end debate, amend, etc.) during debate must line up as an “other” speaker. They may present the motion once recognized by the chair.
- Robert’s Rules of Order governs debate at HOD meetings. When a main motion is under consideration, secondary (subsidiary, privileged and incidental) motions may arise. When a secondary motion is placed before the HOD, it becomes the immediately pending question; the main motion remains pending while the secondary motion is addressed.
- The chart on the reverse side lists common motions in order of precedence. No motion can be made when any higher ranking motion is pending. A motion that is of a lower precedence than a pending motion will be declared out of order.
 - For instance, a motion to adjourn (#11) may be made when any motion 1-10 is pending, but not if motion 12 is pending. A motion to amend (#2) cannot be made when a motion to limit debate (#5) is pending. A higher ranking motion can be made even when other, lower ranking motions are pending.

Parliamentary Procedure
Precedence of Common Motions

	Rank	Name of Motion	Second Required	Debatable	Amendable	Vote	In order when another has the floor	Can be Reconsidered
Privileged	12	Fix Time to Which to Adjourn	Yes	No	Yes	Majority	No	Yes
	11	Adjourn	Yes	No	No	Majority	No	No
	10	Recess	Yes	No	Yes	Majority	No	No
	9	Question of Privilege	No	No	No	Chair Grants	Yes	Yes
	8	Orders of the Day	No	No	No	Demand of Delegate	Yes	No
Subsidiary	7	(Lay on the) Table	Yes	No	No	Majority	No	Negative vote only
	6	End Debate	Yes	No	No	2/3	No	Yes, before vote on the question
	5	Limit or Extend Debate	Yes	No	Yes	2/3	No	Yes
	4	Postpone to Time Certain	Yes	Yes	Yes	Majority	No	Yes
	3	Refer to Committee	Yes	Yes	Yes	Majority	No	Yes if committee hasn't begun consideration
	2	Amend	Yes	Yes	Yes	Majority	No	Yes
	1	Postpone Indefinitely	Yes	Yes	No	Majority	No	Affirmative vote only
		Main Motion	Yes	Yes	Yes	Majority	No	Yes

BOG Resolution No. 1

Amend HOD Rules of Procedure

Whereas, the Board of Governors has proposed the following amendment to the Oregon State Bar House of Delegates pursuant to ORS 9.142;

Whereas, the House of Delegates must adopt any changes in the House of Delegates Rules of Procedure pursuant to ORS 9.142; now, therefore, be it

Resolved, that the following amendments to the House of Delegates Rules of Procedure as set forth below are approved and shall go into effect on January 1, 2026:

4.2 As soon as practicable after each meeting of the House of Delegates, the Chief Executive Officer shall prepare and publish to the ~~Oregon State Bar membership~~ licensees of the Oregon State Bar a summary of the actions of the House.

5.1 Licensees ~~Members~~ of the Oregon State Bar, delegates of the House of Delegates, and the Board of Governors may submit questions or measures for placement on the agenda of House meetings as set forth in Rules 5.2 through 5.4.

5.3 Any active licensee ~~member~~ of the Oregon State Bar, by petition signed by at least two percent (2%) of all active licensees ~~members~~ of the Oregon State Bar, may submit a question or measure for the agenda of any House of Delegates meeting as provided in the Bar Act. See ORS 9.148(3). The petition must be filed with the Chief Executive Officer at least forty-five (45) days before the meeting at which it is to be presented.

5.5 In advance of any meeting of the House of Delegates, the Board of Governors of the Oregon State Bar shall review proposed agenda items for conformity with applicable law and bar policy and propose a preliminary agenda for the meeting. The preliminary agenda, along with notice of the questions or measures the Board determined should not be placed on the agenda, shall be published, with notice thereof, to the licensees ~~membership~~ of the Oregon State Bar at least twenty (20) days prior to the meeting.

7.1 Active ~~members~~ licensees of the bar may participate in the discussion of matters before the House. See ORS 9.148(1). Only delegates may invoke the

House rules and parliamentary procedure during meetings of the House.

7.8 If there are no [speakers](#) [members](#) in queue to debate on a matter, the presiding officer may direct the House to vote on the matter.

9.1 If a delegate seeks to amend a matter on the floor, the delegate must submit an amendment in writing prior to moving to amend a matter on the floor. [Members](#) [Delegates](#) appearing electronically will be provided an email address to submit amendments.

10.1 Meetings of the House of Delegates are open to all [members](#) [licensees](#) of the Oregon State Bar, the media and the public, except as provided otherwise by the Public Meetings Law (ORS 192.610 et seq.).

Background

The legislature passed SB 166 earlier this year, officially changing the terminology within the Bar Act, ORS Chapter 9, from “member” to “licensee” on January 1, 2026. These amendments to the HOD Rules of Procedure reflect those changes to bring the rules in line with this statutory change. HOD Rules of Procedure must be adopted by the HOD to be effective under HOD Rule 11.1.

Financial Impact

None.

BOG Resolution No. 2

Amend Oregon RPC 1.5(c) and 1.15-1(c) to Change the Language Used to Refer to Prepaid Legal Fees in Oregon

Whereas, the Legal Ethics Committee and the Board of Governors formulated the following amendments to the Oregon Rules of Professional Conduct 1.5(c) and 1.15-1(c);

Whereas, the House of Delegates must approve any changes in the Rules of Professional Conduct before they are presented to the Oregon Supreme Court for adoption pursuant to ORS 9.490(1); now, therefore, be it

Resolved, that the amendments of Oregon Rules of Professional Conduct 1.5 and 1.15-1 as set forth below are approved and shall be submitted to the Oregon Supreme Court for adoption:

RULE 1.5 FEES.

* * *

(c) A lawyer shall not enter into an arrangement for, charge or collect:

* * *

(3) a fee denominated as “earned on receipt,” “nonrefundable,” or ~~in~~ similar terms; ~~unless it is pursuant to a written agreement signed by the client which explains that: (i) the funds will not be deposited into the lawyer trust account, and (ii) the client may discharge the lawyer at any time and in that event may be entitled to a refund of all or part of the fee if the services for which the fee was paid are not completed.~~

(4) a fee described as a “prepaid fee” or similar terms, unless it is pursuant to a written agreement signed by the client that explains

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(i) the nature of the fee arrangement and the scope of the services to be provided;

(ii) the total amount of the fee and the terms of payment;

(iii) that the fee will not be deposited into a lawyer trust account;

(iv) that the client may terminate the services of the attorney at any time for any reason or no reason; and

(v) that the client may be entitled to a refund of all or part of a fee if the services for which the fee was paid are not completed and how any such refund would be calculated.

RULE 1.15-1 SAFEKEEPING PROPERTY.

* * *

(c) A lawyer shall deposit into a lawyer 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, unless the fee ~~is denominated as “earned on receipt,” “nonrefundable” or similar terms and~~ complies with Rule 1.5(c)(4)(3).

Background

Currently, Oregon Rule of Professional Conduct 1.5(c) uses the language “earned on receipt” or “nonrefundable” for fixed fees. Fixed fees provide legal services at a set cost to the client. Such fees are not kept in a lawyer’s trust account, but placed into a lawyer’s operating account. Paradoxically, fixed fees, even though denoted as “nonrefundable” under Oregon RPC 1.5, are still refundable under RPC 1.5.¹ Oregon RPC 1.5(c)(3) even requires notice that a “nonrefundable fee” is refundable. The language in the current rule confuses clients and the public. The ABA Model Rules and ABA Formal Ethics Op 505 (2023) strongly disfavor the language “earned on receipt” and “nonrefundable,” noting that it simply sidesteps an attorney’s ethical obligations.²

In June of 2022, the Client Security Fund (CSF) Committee requested that the Legal Ethics Committee (LEC) review the current rules regarding fees denoted as “nonrefundable” or “earned on receipt.” The CSF Committee noted that approximately 25 percent of all claims paid by the CSF arose from the failure to refund unearned fixed fees. The CSF Committee relayed that the legal

¹ See OSB Formal Ethics Op 2005-151 (rev 2011) (citing *In re Thomas*, 294 Or 505, 526, 659 P2d 960 (1983) (“It would appear that any fee that is collected for services that is not earned is clearly excessive regardless of the amount.”)).

² Quoting *In re Long*, 368 Or 452, 455-56, 474-75, 491 P3d 783 (2021), ABA Formal Ethics Op 505 notes that this language creates unnecessary risks for the client (ABA Formal Ethics Op 505 at 7 n 24). ABA Formal Ethics Op 505 perceives this type of language as simply “sidestepping” an attorney’s ethical obligation to safeguard client funds (ABA Formal Ethics Op 505 at 5).

fiction of “nonrefundable” and “earned on receipt” required by RPC 1.5(c)(3) discouraged many clients from seeking a refund from the attorney.

The LEC developed proposed amendments to address the CSF Committee concerns. It shared its proposal with a number of legal practitioners, including a former member of the CSF Committee and immigration attorney, a practitioner that used prepaid fees in their prior criminal practice, a professional responsibility attorney, and a practitioner who utilized prepaid fees in their transactional practice. These practitioners expressed concerns that the proposed amendments would be an undue burden and therefore have an adverse impact on their ability to charge fixed fees at all. They suggested revisions to the LEC proposal to address their concerns. The LEC agreed with the revisions and presented the revised proposal to the Board of Governors in April 2025. The Board of Governors approved submitting the amendments to the House of Delegates.

The proposed amendments simplify the language used by practitioners in fixed-fee arrangements, and avoid confusion by the public about the fixed-fee arrangement. The use of terms such as "earned on receipt" or "nonrefundable" would be prohibited, and the amendment would require the use of "prepaid fee," or similar terms to refer to fixed fees. The new rules integrate additional consumer protection in the form of disclosures to the client. The amendment is not intended to be restrictive to legal practitioners, however. The broad language assists legal practitioners in crafting a fee agreement that clients can easily understand and will not be an undue burden to comply with.

Subsection (i) requires that the fee agreement clearly contains the scope of the representation. Subsection (ii) requires the fee agreement to state the total amount of the fee charged to the client along with the terms of payment. The combination of these two provisions provides clients with a clear understanding of the scope of the representation, including the services included in the prepaid fee.

Subsection (iii) informs the client that the prepaid fee will not be held in a lawyer’s trust account. The LEC debated whether to provide clients with the option to hold the prepaid fee in a lawyer trust account. The concern raised by practitioners was that a single client’s request to hold funds in trust may force a practitioner to incur the burden and cost of opening a trust account for a single client. The LEC opted instead to allow the client to have notice that fixed fees are not held in a trust account.

Subsections (iv) and (v) notify the client that the client may terminate the representation at any time. They also provide the client with notice that a refund may be available. This provision, along with the removal of “nonrefundable” or “earned on receipt,” informs the client that they can terminate their attorney's services and seek a partial refund if services are not completed or satisfactory.

Under the revised rules, the fee agreement clearly defines the scope, amount, and refund process. If a representation ends prematurely, the attorney has a clear, ethical path to resolve the issue promptly and amicably, preserving both professional integrity and client satisfaction.

Financial Impact

None stated.

BOG Resolution No. 3

Amend Oregon RPCs to Include Licensed Paralegals

Whereas, the Legal Ethics Committee and the Board of Governors formulated the following amendments to the Oregon Rules of Professional Conduct;

Whereas, the House of Delegates must approve any changes in the Rules of Professional Conduct before they are presented to the Oregon Supreme Court for adoption pursuant to ORS 9.490(1); now, therefore, be it

Resolved, that the amendments of Oregon Rules of Professional Conduct as set forth below in Exhibit 1 are approved and shall be submitted to the Oregon Supreme Court for adoption.

Background

In 2024, the bar admitted its first licensed paralegals (LPs). LPs are licensed to provide limited-scope legal services in family law and landlord-tenant law. LPs are regulated by the bar and must follow professional conduct rules like the lawyer’s Rules of Professional Conduct (RPCs), known as the Rules of Professional Conduct for Licensed Paralegals (RPC-LPs). Violations of the RPC-LPs subject an LP to discipline by the bar. Currently, there are approximately 24 LPs licensed within Oregon.

However, the RPCs, when adopted, never envisioned a new type of limited licensed practitioner. Currently, the RPCs utilize the term “lawyer” with the connotation that lawyers are the only persons licensed to practice law in Oregon. This limitation has raised ethical questions about the relationship between attorneys and LPs. For example, one open question is whether a lawyer can talk to an opposing party represented by an LP, or is the lawyer limited to talking to an opposing party’s LP under the no-contact rule in RPC 4.2.

Recognizing these challenges, the LEC undertook a detailed review process, meeting with stakeholders, including practicing LPs, to carefully evaluate necessary changes to harmonize the current RPCs with the introduction of LPs. After a review, the LEC recommended multiple amendments to the current RPCs to consider LPs in relation to lawyers within the RPCs.

These amendments are throughout the RPCs and noted in Exhibit 1. A summary of the changes is listed in the in the chart below. Most of these amendments are perfunctory and simply add LP in addition to lawyer.

Rule	Change
1.0 (d)	Added LPs to definition of Firm.
1.0 (r),(s),(t)	New LP-specific definitions.

1.5 (b) (7)	Added LPs to consideration of experience in determining fees.
1.5 (d)	Added section allowing for the division of fees between LPs and lawyers of different firms if fees are divided proportionally to the services performed.
1.5(e)	Added LPs to non-prohibition of payments for sale of law practice.
1.6	Added LPs to confidentiality provision.
1.7 (a)(3)	Added LPs to closely related conflicts under this provision.
1.10 (a),(c)	Added LPs to imputation rules; LP conflicts impute the same way lawyer conflicts would under the RPCs or the equivalent LP Rules.
1.11 (b)	Added LPs to imputation rules; LP conflicts impute the same way lawyer conflicts would under the RPCs or the equivalent LP Rules.
1.12(b)	Added that a lawyer acting as a judge or third-party neutral may not negotiate for employment with a lawyer or LP who represents a party in the proceeding.
1.12(c)	Added that if LP is disqualified under 1.12(a), the disqualification imputes the firm absent screening.
1.17	Added that an LP may sell a practice to the lawyer in accordance with this rule.
3.3(a)(2)	Opposing LP added to duty of candor.
3.6(d)	LP added to firm prohibition on statements.
4.2 (a),(c)	Party represented by LP added to no-contact rule.
4.3	Party represented by LP added to unrepresented client rule.
5.1	LP added to lawyer's responsibility for violations of the RPCs, or the equivalent RPC-LP rule.
5.6	Added LP to prohibition on restriction of right to practice.
5.8	New Rule. Establishes structure for LP and lawyer ownership of firms.

6.5	Adds LPs to 1.7 potential conflict issues when lawyers are helping with a nonprofit legal services program.
8.3	Adds LP to lawyers' mandatory reporting requirements.

The LEC had several discussions where adding LPs to certain provisions of the RPCs raised concerns with practitioners. Lawyers and LPs highlighted specific concerns.

One concern raised was about referral fees between lawyers and LPs in different firms. LPs noted that fee-splitting arrangements may be necessary in situations where client issues exceeded an LP's scope of practice. For instance, LPs dealing with family law matters occasionally encounter complex issues that exceed the scope of their limited practice, such as qualified domestic relations orders (QDROs) and retirement asset divisions. LP must refer these matters to a lawyer under their scope-of-practice rules.¹

Lawyers raised concern about LPs obtaining clients clearly outside of an LP's practice area (such as personal injury) and requesting a referral fee to refer the clients to a lawyer. After substantial debate, the LEC resolved this concern by implementing proportionality language. This language requires any fee splitting between LPs and attorneys in different firms be proportionate to the services each lawyer and LP provides. This amendment would address concerns about referral fees outside of an LP's scope of practice while ensuring LPs receive fair compensation for their contributions. The amendment does not change the current rule for fee splitting between lawyers.

Firm partnership between LPs and attorneys was another significant issue discussed by the LEC. Multiple models of firm ownership were considered. The LEC agreed that LPs should have some capability to have ownership in firms. However, the LEC also noted that a wholly owned LP firm with lawyer employees created substantial supervision and professional independence concerns under RPCs 5.2 and 5.4.

The LEC also heard concerns about allowing LPs within a firm to partake in fees that were outside their scope of practice. After discussion, the LEC determined fee divisions within a firm were business decisions best left to the firm and market forces to resolve. As LPs are regulated in the same manner as lawyers, several concerns that led to the prohibition surrounding fee splitting with nonlawyers did not exist. Allowing firms to have the freedom to select LPs as potential partners provides firms freedom to experiment with LPs to serve clients only needing limited scope services. However, supervision of a lawyer by an LP continued to raise concerns about professional independence.

To resolve this issue, the LEC recommended adopting a new rule based on the rule utilized by the Washington State Bar in its integration of limited license legal technicians (LLLTs) in 2012. The new rule, proposed Oregon RPC 5.8, allows LPs to hold an ownership or partnership stake in law firms under specific conditions designed to preserve professional independence and supervision. LPs cannot hold majority ownership, cannot exert supervisory authority over attorneys,

¹ See Rules for Licensening Paralegals. Section 11 Scope of Practice Rules for Licensed Paralegals in Oregon.

and cannot influence attorneys' professional judgment. Attorneys within the firm retain majority control and managerial responsibility, ensuring professional integrity and proper supervision.

The Board of Governors evaluated the amendments and noted that these changes are critical for the success of LPs within Oregon. They recommend that the House of Delegates approve these amendments accordingly.

Financial Impact

None stated.

Exhibit 1

OREGON RULES OF PROFESSIONAL CONDUCT

RULE 1.0 TERMINOLOGY

- (a) "Belief" or "believes" denotes that the person involved actually supposes the fact in question to be true. A person's belief may be inferred from circumstances.
- (b) "Confirmed in writing," when used in reference to the informed consent of a person, denotes informed consent that is given in writing by the person or a writing that a lawyer promptly transmits to the person confirming an oral informed consent. See paragraph (g) for the definition of "informed consent." If it is not feasible to obtain or transmit the writing at the time the person gives informed consent, then the lawyer must obtain or transmit it within a reasonable time thereafter.
- (c) "Electronic communication" includes but is not limited to messages sent to newsgroups, listservs and bulletin boards; messages sent via electronic mail; and real time interactive communications such as conversations in internet chat groups and conference areas and video conferencing.
- (d) "Firm" or "law firm" denotes a lawyer or lawyers, including "Of Counsel" lawyers; LP or LPs; a combination thereof in a law partnership, professional corporation, sole proprietorship, or other association authorized to practice law; or lawyers or LPs employed in a private or public legal aid or public defender organization, a legal services organization, or the legal department of a corporation or other public or private organization. Any other lawyer or LP, including an office sharer or a lawyer or LP working for or with a firm on a limited basis, is not a member of a firm absent indicia sufficient to establish a de facto law firm among the lawyers involved.
- (e) "Fraud" or "fraudulent" denotes conduct that is fraudulent under the substantive or procedural law of the applicable jurisdiction and has a purpose to deceive.
- (f) "Information relating to the representation of a client" denotes both information protected by the attorney-client privilege under applicable law, and other information gained in a current or former professional relationship that the client has requested be held inviolate or the disclosure of which would be embarrassing or would be likely to be detrimental to the client.
- (g) "Informed consent" denotes the agreement by a person to a proposed course of conduct after the lawyer has communicated adequate information and explanation about the material risks of and reasonably available alternatives to the proposed course of conduct. When informed consent is required by these Rules to be confirmed in writing or to be given in a writing signed by the client, the lawyer shall give and the writing shall reflect a recommendation that the client seek independent legal advice to determine if consent should be given.
- (h) "Knowingly," "known," or "knows" denotes actual knowledge of the fact in question, except that for purposes of determining a lawyer's knowledge of the existence of a conflict of interest, all facts which the lawyer knew, or by the exercise of reasonable care should have known, will be attributed to the lawyer. A person's knowledge may be inferred from circumstances.
- (i) "Matter" includes any judicial or other proceeding, application, request for a ruling or other determination, contract, claim, controversy, investigation, charge, accusation, arrest or other particular matter involving a specific party or parties; and any other matter covered by the conflict of interest rules of a government agency.
- (j) "Partner" denotes a member of a partnership, a shareholder in a law firm organized as a professional corporation, or a member of an association authorized to practice law.
- (k) "Reasonable" or "reasonably" when used in relation to conduct by a lawyer denotes the conduct of a reasonably prudent and competent lawyer.
- (l) "Reasonable belief" or "reasonably believes" when used in reference to a lawyer denotes that the lawyer believes the matter in question and that the circumstances are such that the belief is reasonable.

(m) "Reasonably should know" when used in reference to a lawyer denotes that a lawyer of reasonable prudence and competence would ascertain the matter in question.

(n) "Screened" denotes the isolation of a lawyer from any participation in a matter through the timely imposition of procedures within a firm that are reasonably adequate under the circumstances to protect information that the isolated lawyer is obligated to protect under these Rules or other law.

(o) "Substantial" when used in reference to degree or extent denotes a material matter of clear and weighty importance.

(p) "Tribunal" denotes a court, an arbitrator in a binding arbitration proceeding or a legislative body, administrative agency or other body acting in an adjudicative capacity. A legislative body, administrative agency or other body acts in an adjudicative capacity when a neutral official, after the presentation of evidence or legal argument by a party or parties, will render a binding legal judgment directly affecting a party's interests in a particular matter.

(q) "Writing" or "written" denotes a tangible or electronic record of a communication or representation, including handwriting, typewriting, printing, photostating, photography, audio or videorecording and electronic communications. A "signed" writing includes an electronic sound, symbol or process attached to or logically associated with a writing and executed or adopted by a person with the intent to sign the writing.

LP TERMINOLOGY

(r) "Licensed Paralegal" or "LP" is an individual licensed by the Oregon State Bar as a licensed paralegal and authorized under the law to perform limited legal services within a defined scope of practice as set forth in the Rules for Licensing Paralegals in Oregon.

(s) "LP Rule" denotes the Rules of Professional Conduct for LPs.

(t) "Scope of practice" denotes the defined limited legal services an LP may provide as set forth within the Rules for Licensing Paralegals in Oregon.

* * *

RULE 1.5 FEES

(a) A lawyer shall not enter into an agreement for, charge or collect an illegal or clearly excessive fee or a clearly excessive amount for expenses.

(b) A fee is clearly excessive when, after a review of the facts, a lawyer of ordinary prudence would be left with a definite and firm conviction that the fee is in excess of a reasonable fee. Factors to be considered as guides in determining the reasonableness of a fee include the following:

- (1) the time and labor required, the novelty and difficulty of the questions involved, and the skill requisite to perform the legal service properly;
- (2) the likelihood, if apparent to the client, that the acceptance of the particular employment will preclude other employment by the lawyer;
- (3) the fee customarily charged in the locality for similar legal services;
- (4) the amount involved and the results obtained;
- (5) the time limitations imposed by the client or by the circumstances;
- (6) the nature and length of the professional relationship with the client;
- (7) the experience, reputation, and ability of the lawyer, ~~or lawyers~~, LP, or LPs performing the services; and
- (8) whether the fee is fixed or contingent.

- (c) A lawyer shall not enter into an arrangement for, charge or collect:
- (1) any fee in a domestic relations matter, the payment or amount of which is contingent upon the securing of a divorce or upon the amount of spousal or child support or a property settlement;
 - (2) a contingent fee for representing a defendant in a criminal case; or
 - (3) a fee denominated as "earned on receipt," "nonrefundable" or in similar terms unless it is pursuant to a written agreement signed by the client which explains that:
 - (i) the funds will not be deposited into the lawyer trust account, and
 - (ii) the client may discharge the lawyer at any time and in that event may be entitled to a refund of all or part of the fee if the services for which the fee was paid are not completed.
- (d) A division of a fee between lawyers, or lawyers and LPs, who are not in the same firm may be made only if:
- (1) the client gives informed consent to the fact that there will be a division of fees; ~~and~~
 - (2) the total fee of the lawyers and LPs for all legal services they rendered the client is not clearly excessive; ~~and~~
and
 - (3) if the division of a fee is between a lawyer and an LP, the division is in proportion to the services performed by each lawyer and LP.
- (e) Paragraph (d) does not prohibit payments to a lawyer or LP who is a former firm member pursuant to a separation or retirement agreement, or payments to a selling lawyer or LP for the sale of a law practice pursuant to Rule 1.17 or the equivalent LP Rule.

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).
- (b) A lawyer may reveal information relating to the representation of a client to the extent the lawyer reasonably believes necessary:
- (1) to disclose the intention of the lawyer's client to commit a crime and the information necessary to prevent the crime;
 - (2) to prevent reasonably certain death or substantial bodily harm;
 - (3) to secure legal advice about the lawyer's compliance with these Rules;
 - (4) 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;
 - (5) to comply with other law, court order, or as permitted by these Rules; or
 - (6) in connection with the sale of a law practice under Rule 1.17 or 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. In those circumstances, a lawyer may disclose with respect to each affected client the client's identity, the identities of any adverse parties, the nature and extent of the legal services involved, and fee and payment information, but only if the information revealed would not compromise the attorney-client privilege or otherwise prejudice any of the clients. The lawyer, ~~or~~ lawyers, LP, or LPs receiving the information shall have the same responsibilities as the disclosing lawyer or LP to preserve the information regardless of the outcome of the contemplated transaction.

(7) to comply with the terms of a diversion agreement, probation, conditional reinstatement or conditional admission pursuant to BR 2.10, BR 6.2, BR 8.7, or Rule for Admission Rule 6.15. A lawyer serving as a monitor of another lawyer or LP on diversion, probation, conditional reinstatement, or conditional admission shall have the same responsibilities as the monitored lawyer or LP to preserve information relating to the representation of the monitored lawyer's or LP's clients, except to the extent reasonably necessary to carry out the monitoring lawyer's responsibilities under the terms of the diversion, probation, conditional reinstatement, or conditional admission and in any proceeding relating thereto.

(c) A lawyer shall make reasonable efforts to prevent the inadvertent or unauthorized disclosure of, or unauthorized access to, information relating to the representation of a client.

RULE 1.7 CONFLICT OF INTEREST: CURRENT CLIENTS

(a) Except as provided in paragraph (b), a lawyer shall not represent a client if the representation involves a current conflict of interest. A current conflict of interest exists if:

- (1) the representation of one client will be directly adverse to another client;
- (2) there is a significant risk that the representation of one or more clients will be materially limited by the lawyer's responsibilities to another client, a former client or a third person or by a personal interest of the lawyer; or
- (3) the lawyer is related to another lawyer or LP, as parent, child, sibling, spouse, or domestic partner, in a matter adverse to a person whom the lawyer knows is represented by the other lawyer or LP in the same matter.

(b) Notwithstanding the existence of a current conflict of interest under paragraph (a), a lawyer may represent a client if:

- (1) the lawyer reasonably believes that the lawyer will be able to provide competent and diligent representation to each affected client;
- (2) the representation is not prohibited by law;
- (3) the representation does not obligate the lawyer to contend for something on behalf of one client that the lawyer has a duty to oppose on behalf of another client; and
- (4) each affected client gives informed consent, confirmed in writing.

* * *

RULE 1.10 IMPUTATION OF CONFLICTS OF INTEREST; SCREENING

(a) While lawyers or LPs are associated in a firm, none of them shall knowingly represent a client when any one of them practicing alone would be prohibited from doing so by Rules 1.7, ~~or 1.9~~, or the equivalent LP Rules, unless the prohibition is based on a personal interest of the prohibited lawyer or LP or on Rule 1.7(a)(3), or the equivalent LP Rule, and does not present a significant risk of materially limiting the representation of the client by the remaining lawyers in the firm.

(b) When a lawyer has terminated an association with a firm, the firm is not prohibited from thereafter representing a person with interests materially adverse to those of a client represented by the formerly associated lawyer and not currently represented by the firm, unless:

- (1) the matter is the same or substantially related to that in which the formerly associated lawyer represented the client; and

(2) any lawyer remaining in the firm has information protected by Rules 1.6 and 1.9(c) that is material to the matter.

(c) When a lawyer or LP becomes associated with a firm, no lawyer associated in the firm shall knowingly represent a person in a matter in which that lawyer or LP is disqualified under Rule 1.9 or the equivalent LP Rule, unless the personally disqualified lawyer or LP is promptly screened from any form of participation or representation in the matter and written notice of the screening procedures employed is promptly given to any affected former client.

(d) A disqualification prescribed by this rule may be waived by the affected clients under the conditions stated in Rule 1.7.

(e) The disqualification of lawyers associated in a firm with former or current government lawyers is governed by Rule 1.11.

RULE 1.11 SPECIAL CONFLICTS OF INTEREST FOR FORMER AND CURRENT GOVERNMENT OFFICERS AND EMPLOYEES

(a) Except as Rule 1.12 or law may otherwise expressly permit, a lawyer who has formerly served as a public officer or employee of the government:

(1) is subject to Rule 1.9 (c); and

(2) shall not otherwise represent a client in connection with a matter in which the lawyer participated personally and substantially as a public officer or employee, unless the appropriate government agency gives its informed consent, confirmed in writing, to the representation.

(b) When a lawyer or LP is disqualified from representation under paragraph (a) or the equivalent LP Rule, no lawyer in a firm with which that lawyer or LP is associated may knowingly undertake or continue representation in such a matter unless:

(1) the disqualified lawyer or LP is timely screened from any participation in the matter substantially in accordance with the procedures set forth in Rule 1.10(c) or the equivalent LP Rule; and

(2) written notice is promptly given to the appropriate government agency to enable it to ascertain compliance with the provisions of this rule.

(c) Except as law may otherwise expressly permit, a lawyer having information that the lawyer knows is confidential government information about a person acquired when the lawyer was a public officer or employee, may not represent a private client whose interests are adverse to that person in a matter in which the information could be used to the material disadvantage of that person. As used in this Rule, the term "confidential government information" means information that has been obtained under governmental authority and which, at the time this Rule is applied, the government is prohibited by law from disclosing to the public or has a legal privilege not to disclose and which is not otherwise available to the public. A firm with which that lawyer is associated may undertake or continue representation in the matter only if the disqualified lawyer is timely screened from any participation in the matter substantially in accordance with the procedures set forth in Rule 1.10(c).

(d) Except as law may otherwise expressly permit, a lawyer currently serving as a public officer or employee:

(1) is subject to Rules 1.7 and 1.9; and

(2) shall not:

(i) use the lawyer's public position to obtain, or attempt to obtain, special advantage in legislative matters for the lawyer or for a client.

(ii) use the lawyer's public position to influence, or attempt to influence, a tribunal to act in favor of the lawyer or of a client.

(iii) accept anything of value from any person when the lawyer knows or it is obvious that the offer is for the purpose of influencing the lawyer's action as a public official.

(iv) either while in office or after leaving office use information the lawyer knows is confidential government information obtained while a public official to represent a private client.

(v) participate in a matter in which the lawyer participated personally and substantially while in private practice or nongovernmental employment, unless the lawyer's former client and the appropriate government agency give informed consent, confirmed in writing; or

(vi) negotiate for private employment with any person who is involved as a party or as lawyer for a party in a matter in which the lawyer is participating personally and substantially, except that a lawyer serving as a law clerk or staff lawyer to or otherwise assisting in the official duties of a judge, other adjudicative officer or arbitrator may negotiate for private employment as permitted by Rule 1.12(b) and subject to the conditions stated in Rule 1.12(b).

(e) Notwithstanding any Rule of Professional Conduct, and consistent with the "debate" clause, Article IV, section 9, of the Oregon Constitution, or the "speech or debate" clause, Article I, section 6, of the United States Constitution, a lawyer-legislator shall not be subject to discipline for words uttered in debate in either house of the Oregon Legislative Assembly or for any speech or debate in either house of the United States Congress.

(f) A member of a lawyer-legislator's firm shall not be subject to discipline for representing a client in any claim against the State of Oregon provided:

(1) the lawyer-legislator is screened from participation or representation in the matter in accordance with the procedure set forth in Rule 1.10(c) (the required affidavits shall be served on the Attorney General); and

(2) the lawyer-legislator shall not directly or indirectly receive a fee for such representation.

RULE 1.12 FORMER JUDGE, ARBITRATOR, MEDIATOR OR OTHER THIRD-PARTY NEUTRAL

(a) Except as stated in paragraph (d) and Rule 2.4(b), a lawyer shall not represent anyone in connection with a matter in which the lawyer participated personally and substantially as a judge or other adjudicative officer or law clerk to such a person or as an arbitrator, mediator or other third-party neutral, unless all parties to the proceeding give informed consent, confirmed in writing.

(b) A lawyer shall not negotiate for employment with any person who is involved as a party or as lawyer or LP for a party in a matter in which the lawyer is participating personally and substantially as a judge or other adjudicative officer or as an arbitrator, mediator, or other third-party neutral. A lawyer serving as a law clerk or staff lawyer to or otherwise assisting in the official duties of a judge or other adjudicative officer may negotiate for employment with a party, ~~or~~ lawyer, or LP involved in a matter in which the clerk is participating personally and substantially, but only after the lawyer has notified the judge or other adjudicative officer.

(c) If a lawyer or LP is disqualified by paragraph (a) or the equivalent LP Rule, no lawyer in a firm with which that lawyer or LP is associated may knowingly undertake or continue representation in the matter unless:

(1) the disqualified lawyer or LP is timely screened from any participation in the matter substantially in accordance with the procedures set forth in Rule 1.10(c) or the equivalent LP Rule; and

(2) written notice is promptly given to the parties and any appropriate tribunal to enable them to ascertain compliance with the provisions of this rule.

(d) An arbitrator selected as a partisan of a party in a multimember arbitration panel is not prohibited from subsequently representing that party.

* * *

RULE 1.17 SALE OF LAW PRACTICE

- (a) A lawyer, LP, or law firm may sell or purchase all or part of a law practice, including goodwill, in accordance with this rule or the equivalent LP Rule.
- (b) The selling lawyer, LP, or the selling lawyer's or LP's legal representative, in the case of a deceased or disabled lawyer or LP, shall provide written notice of the proposed sale to each current client whose legal work is subject to transfer, by certified mail, return receipt requested, to the client's last known address. The notice shall include the following information:
- (1) that a sale is proposed;
 - (2) the identity of the purchasing lawyer or law firm, including the office address(es), and a brief description of the size and nature of the purchasing lawyer's or law firm's practice;
 - (3) that the client may object to the transfer of its legal work, may take possession of any client files and property, and may retain counsel other than the purchasing lawyer or law firm;
 - (4) that the client's legal work will be transferred to the purchasing lawyer or law firm, who will then take over the representation and act on the client's behalf, if the client does not object to the transfer within forty-five (45) days after the date the notice was mailed; and
 - (5) whether the selling lawyer or LP will withdraw from the representation not less than forty-five (45) days after the date the notice was mailed, whether or not the client consents to the transfer of its legal work.
- (c) The notice may describe the purchasing lawyer or law firm's qualifications, including the selling lawyer's or LP's opinion of the purchasing lawyer or law firm's suitability and competence to assume representation of the client, but only if the selling lawyer or LP has made a reasonable effort to arrive at an informed opinion.
- (d) If certified mail is not effective to give the client notice, the selling lawyer or LP shall take such steps as may be reasonable under the circumstances to give the client actual notice of the proposed sale and the other information required in subsection (b) or the equivalent LP Rule.
- (e) A client's consent to the transfer of its legal work to the purchasing lawyer or law firm will be presumed if no objection is received within forty-five (45) days after the date the notice was mailed.
- (f) If substitution of counsel is required by the rules of a tribunal in which a matter is pending, the selling lawyer or LP shall assure that substitution of counsel is made.
- (g) The fees charged clients shall not be increased by reason of the sale except upon agreement of the client.
- (h) The sale of a law practice may be conditioned on the selling lawyer's or LP ceasing to engage in the private practice of law or some particular area of practice for a reasonable period within the geographic area in which the practice has been conducted.

* * *

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 opposing LP;
 - (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 permitted, 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;

(4) conceal or fail to disclose to a tribunal that which the lawyer is required by law to reveal; or

(5) engage in other illegal conduct or conduct contrary to these Rules.

(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 permitted, disclosure to the tribunal.

(c) The duties stated in paragraphs (a) and (b) continue to the conclusion of the proceeding, but in no event require 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.

* * *

RULE 3.6 TRIAL PUBLICITY

(a) A lawyer who is participating or has participated in the investigation or litigation of a matter shall not make an extrajudicial statement that the lawyer knows or reasonably should know will be disseminated by means of public communication and will have a substantial likelihood of materially prejudicing an adjudicative proceeding in the matter.

(b) Notwithstanding paragraph (a), a lawyer may state:

(1) the claim, offense or defense involved and, except when prohibited by law, the identity of the persons involved;

(2) information contained in a public record;

(3) that an investigation of a matter is in progress;

(4) the scheduling or result of any step in litigation;

(5) a request for assistance in obtaining evidence and information necessary thereto;

(6) a warning of danger concerning the behavior of a person involved, when there is reason to believe that there exists the likelihood of substantial harm to an individual or to the public interest; and

(7) in a criminal case, in addition to subparagraphs (1) through (6):

(i) the identity, residence, occupation and family status of the accused;

(ii) if the accused has not been apprehended, information necessary to aid in apprehension of that person;

(iii) the fact, time and place of arrest; and

(iv) the identity of investigating and arresting officers or agencies and the length of the investigation.

(c) Notwithstanding paragraph (a), a lawyer may:

(1) reply to charges of misconduct publicly made against the lawyer; or

(-2) participate in the proceedings of legislative, administrative or other investigative bodies.

(d) No lawyer associated in a firm or government agency with a lawyer or LP subject to paragraph (a) or the equivalent LP Rule shall make a statement prohibited by paragraph (a).

(e) A lawyer shall exercise reasonable care to prevent the lawyer's employees from making an extrajudicial statement that the lawyer would be prohibited from making under this rule.

* * *

RULE 4.2 COMMUNICATION WITH PERSON REPRESENTED BY COUNSEL

In representing a client or the lawyer's own interests, a lawyer shall not communicate or cause another to communicate on the subject of the representation with a person the lawyer knows to be represented by a lawyer or LP on that subject unless:

- (a) the lawyer has the prior consent of a lawyer or LP representing such other person;
- (b) the lawyer is authorized by law or by court order to do so; or
- (c) a written agreement requires a written notice or demand to be sent to such other person, in which case a copy of such notice or demand shall also be sent to such other person's lawyer or LP.

RULE 4.3 DEALING WITH UNREPRESENTED PERSONS

In dealing on behalf of a client or the lawyer's own interests with a person who is not represented by counsel or an LP, a lawyer shall not state or imply that the lawyer is disinterested. When the lawyer knows or reasonably should know that the unrepresented person misunderstands the lawyer's role in the matter, the lawyer shall make reasonable efforts to correct the misunderstanding. The lawyer shall not give legal advice to an unrepresented person, other than the advice to secure counsel, if the lawyer knows or reasonably should know that the interests of such a person are or have a reasonable possibility of being in conflict with the interests of the client or the lawyer's own interests.

* * *

RULE 5.1 RESPONSIBILITIES OF PARTNERS, MANAGERS, AND SUPERVISORY LAWYERS

A lawyer shall be responsible for another lawyer's or LP's violation of these Rules of Professional Conduct or the equivalent LP Rules if:

- (a) the lawyer orders or, with knowledge of the specific conduct, ratifies the conduct involved; or
- (b) 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 or LP, and knows of the conduct at a time when its consequences can be avoided or mitigated but fails to take reasonable remedial action.

* * *

RULE 5.6 RESTRICTIONS ON RIGHT TO PRACTICE

A lawyer shall not participate in offering or making:

- (a) a partnership, shareholders, operating, employment, or other similar type of agreement that restricts the right of a lawyer or LP to practice after termination of the relationship, except an agreement concerning benefits upon retirement; or
- (b) an agreement in which a direct or indirect restriction on the lawyer's or LP's right to practice is part of the settlement of a client controversy.

* * *

RULE 5.8 BUSINESS STRUCTURES INVOLVING LP AND LAWYER OWNERSHIP

(a) Notwithstanding the provisions of Rule 5.4, a lawyer may

- (1) share fees with an LP who is in the same firm as the lawyer;
- (2) form a partnership with an LP where the activities of the partnership consist of the practice of law; or
- (3) practice with a firm or other business structure in which an LP owns an interest or serves as a corporate director or officer.

(b) A lawyer and LP may practice in a jointly owned firm or other business structure under subsection (a) of this Rule only if

- (1) LPs do not direct or regulate any lawyer's professional judgment in rendering legal services;
- (2) LPs have no direct supervisory authority over any lawyer;
- (3) LPs do not possess a majority ownership interest or exercise controlling managerial authority in the firm; and
- (4) lawyers with managerial authority in the firm expressly undertake responsibility for the conduct of LP partners or owners to the same extent they are responsible for the conduct of lawyers in the firm under Rule 5.1.

* * *

RULE 6.5 NONPROFIT AND COURT-ANNEXED LIMITED LEGAL SERVICES PROGRAMS

(a) A lawyer who, under the auspices of a program sponsored by a nonprofit organization or court, provides short-term limited legal services to a client without expectation by either the lawyer or the client that the lawyer will provide continuing representation in the matter:

- (1) is subject to Rule 1.7 and 1.9(a) only if the lawyer knows that the representation of the client involves a conflict of interest; and
- (2) is subject to Rule 1.10 only if the lawyer knows that another lawyer or LP associated with the lawyer in a law firm is disqualified by Rule 1.7, ~~or~~ 1.9(a), or the equivalent LP Rules with respect to the matter.

(b) Except as provided in paragraph (a)(2), Rule 1.10 is inapplicable to a representation governed by this Rule.

* * *

RULE 8.3 REPORTING PROFESSIONAL MISCONDUCT

(a) A lawyer who knows that another lawyer or LP has committed a violation of the Rules of Professional Conduct or the Rules of Professional Conduct for LPs that raises a substantial question as to that lawyer's or LP's honesty, trustworthiness or fitness as a lawyer or LP in other respects shall inform the Oregon State Bar Client Assistance Office.

(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 ORS 9.460(3), or apply to lawyers who obtain such knowledge or evidence while:

(1) acting as a member, investigator, agent, employee or as a designee of the State Lawyers Assistance Committee;

(2) acting as a board member, employee, investigator, agent or lawyer for or on behalf of the Professional Liability Fund or as a Board of Governors liaison to the Professional Liability Fund; or

(3) participating in the loss prevention programs of the Professional Liability Fund, including the Oregon Attorney Assistance Program.

(d) This rule does not require disclosure of mediation communications otherwise protected by ORS 36.220.

HOD Delegate Resolution No.1

2025 Proposed Delegate Resolution to Evaluate Amending

RPC 1.8(e)(3)

Whereas, Members of the Oregon State Bar are encouraged to perform Pro Bono Legal Services and to promote Access to Justice;

Whereas, Members of the Oregon State Bar have been informed that 80% of the Civil Litigation needs of Members of the Public remain unserved;

Whereas, a favorable public opinion of Lawyers is an important quality of the general reputation of Members of the Oregon State Bar;

Whereas, Members of the Oregon State Bar may encounter potential Clients and actual Clients that are worthy and deserving of Lawyer benevolence by reason of their economic hardship, such as low-income or poverty status physical disabilities, mental health challenges, family obligations, unemployment factors, and any other rational justifications;

Whereas, random acts of kindness and benevolence are presently prohibited by ethical restrictions in the Rules of Professional Conduct; and,

Therefore, the HOD Delegates recommends that the Board of Governors evaluate amending **RPC 1.8(e)(3)(i)(ii)(iii)**, and related prohibitions, so as to improve the Public image of Lawyers by permitting or encouraging Lawyer economic assistance for the relief of genuine economic hardships, in the same spirit of Pro Bono Professional kindness.

Presenter:
Danny Lang, Region 3,
Ex-Officio HOD Delegate

HOD Delegate Resolution No. 2
2025 PROPOSED HOD RESOLUTION
Leadership Institute Engagement with HOD Members

Whereas, the Oregon State Bar has an ongoing interest in the development in future Bar Leaders;

Whereas, the development of future Bar Leaders includes sponsorship of a an OSB Leadership Institute engaged in various activities to promote Leadership;

Whereas, in 2023, Members of the HOD approved a Resolution by a Vote of 126 to 12, to Appoint a HOD Engagement Committee; specifically, “be it resolved that the BOG appoint a Volunteer Committee to study and made recommendations for how to improve HOD engagement as well as communication and coordination between BOG and HOD.”;

Whereas, the HOD Engagement Committee Report has been accepted by the Board of Governors;

Whereas, the functioning of the HOD has been primarily at the Annual Meeting, at which HOD Members may present proposed Resolutions for the advancement of the science of Juris Prudence pursuant to the Mission of the Oregon State Bar;

Whereas, enhanced engagement of the HOD is possible by combining various periodic joint sessions attended by volunteer HOD Members and Leadership Institute participants;

Whereas, participation by Leadership Institute participants and Volunteer Members of the HOD would provide opportunities for the beneficial exchange of ideas, that include addressing the historical problem facing the 80% of Oregonians deprived of Access to Justice, and other improvements in the Legal Profession; now

Therefore, be it resolved, that the HOD recommends that the Board of Governors consider how to promote enhance engagement by combining periodic joint sessions of the Leadership Institute with volunteer Members of the HOD including, but not limited to, adequate funding for the Judicial Branch, evolving Legal Education, Public Defenders, Homelessness Law, Alternative Dispute Resolution, Local Bar Associations, Civility, and the ongoing problem of how to serve the 80% of Oregonians without Access to Justice.

Danny Lang, HOD Region 3
Ex-Officio Delegate

HOD Delegate Resolution No. 3
2025 PROPOSED HOD RESOLUTION
For Allocation of Adequate Funding for the HOD

Whereas, all Lawyer Members & Licensed Paralegal Members of the Oregon State Bar are required to pay substantial Annual Bar Dues;

Whereas, the present OSB Annual Dues are reportedly the costliest Annual Dues in all jurisdictions in the United States;

Whereas, all Lawyer Members & Licensed Paralegal Members have an interest as stakeholders in the allocation of OSB Revenues;

Whereas, better informed Members will be better able assist in determining prioritization of the Proposed Allotments among the Programs, Sections, CLE Programs, and the functioning of both the BOG and the HOD in fulfilling the Mission of the OSB, including realization of greater Access to Justice;

Whereas, the HOD serves as a Representative Body of the Membership to assist and advise the HOD in fulfilling and adequately funding implementation of HOD Resolutions;

Whereas, Presenters of recent Proposed HOD Resolutions have faced challenges to adoption of meritorious Resolutions by the negative implications cast by potential undetermined fiscal impacts;

Whereas, all functioning OSB obligations should be considered and addressed prior to the Annual Meeting of the HOD so as to avoid the appearance that passage of a HOD Resolution will automatically drain the funding of all other BAR activities;

Whereas, in recognition of the benefits provided to all Lawyer Members & Licensed Paralegal Members, and to the Public we all voluntarily serve;

Therefore, be it resolved, that HOD Members recommend that the Board of Governors recognize that the HOD brings forth Reforms and Resolutions for the advancement of Access to Justice by ensuring adequate allocation of Revenues (Dues) to ensure that meritorious Resolutions adopted by the HOD be implemented.

Danny Lang, HOD, Region 3
Ex-Officio Delegate

HOD Delegate Resolution No. 4
2025 PROPOSED HOD RESOLUTION
Licensure of Law Practitioners

Whereas, Access to Justice for 80% of Oregonians remains unavailable;

Whereas, the number of OSB Lawyers has failed to keep pace with the population growth of Oregon and the ongoing shortage of Oregon Lawyers has become more critical in rural Oregon Counties;

Whereas, the continuing shortage of Public Defenders has also become an acute problem implicating deprivation of Constitutional Rights to Legal Services in Oregon;

Whereas, there is a growing shortage of OSB Lawyer Members available to satisfy the need for Lawyers to represent Persons in Civil and Criminal cases in Rural Areas and in underserved Communities;

Whereas, the limitations upon the scope of licensure of OSB Licensed Paralegals preclude Paralegals from appearing in Court in routine Traffic Court Violation Cases, routine Unemployment Hearings, routine DMV Implied Consent Hearings, routine Appearances in Circuit Courts, Municipal Courts, and in routine Administrative Agency matters;

Whereas, the scope of licensure of OSB Licensed Paralegals generally does not include any Court Appearances to assist OSB Licensed Lawyers, during Hearings, Motions, and Trials;

Whereas, creation of mid-level Licensure of Law Practitioners would provide greater Access to Justice by lowering the cost of Legal Services to the 80% of Oregonians that are unable to afford representation by Licensed Lawyers, especially in the foregoing types of routine matters;

Whereas, the existing the Oregon Law Schools have the resources to adapt Legal Education by providing a one-year curriculum [plus Internships] focused upon the foregoing types of routine matters, now;

Therefore, be it resolved, that the Board of Governors consider the feasibility of Licensure of Law Practitioners in order to better reach the unserved 80% of Oregonians in need of an intermedial range of Legal Services.

Danny Lang, HOD Region 3
Ex-Officio Delegate

Oregon State Bar
House of Delegates Resolution 5
Resolution in Support of Adequate Funding for Legal Services to Low-
Income Oregonians
Proposed for the October 30, 2025 HOD Meeting

Whereas, providing equal access to justice and high-quality legal representation to all Oregonians is central to the mission of the Oregon State Bar;

Whereas, equal access to justice plays an important role in the perception of fairness of the justice system;

Whereas, programs providing civil legal services to low-income Oregonians are a fundamental component of the Bar's effort to provide such access;

Whereas, since 1998, pursuant to ORS 9.572, the Oregon State Bar has operated the Legal Services Program to manage and provide oversight of funds allocated by the State of Oregon for legal aid. This is done in accordance with the Bar's Standards and Guidelines, which incorporate national standards for operating a statewide legal aid program;

Whereas, Oregon's legal aid programs do not have sufficient resources to meet the civil legal needs of Oregon's poor;

Whereas, assistance from the Oregon State Bar and the legal community is critical to maintaining and developing resources that will provide low-income Oregonians meaningful access to the justice system.

Resolved, that the Oregon State Bar;

(1) Strengthen its commitment and ongoing efforts to improve the availability of a full range of legal services to all citizens of our state, through the development and maintenance of adequate support and funding for Oregon's legal aid programs and through support for the Campaign for Equal Justice.

(2) Request that Congress and the President of the United States make a commitment to equal justice by adequately funding the Legal Services Corporation, which provides federal support for legal aid.

(3) Work with Oregon's legal aid programs and the Campaign for Equal Justice to preserve and increase state funding for legal aid and explore other sources of new funding.

(4) Actively participate in the efforts of the Campaign for Equal Justice to increase contributions by the Oregon legal community, by establishing goals of a 100% participation rate by members of the House of Delegates, 75% of Oregon State Bar Sections contributing, and a 50% contribution rate by all lawyers.

(5) Support the Oregon Law Foundation and its efforts to increase resources through the interest on Lawyers Trust Accounts (IOLTA) program, and encourage Oregon lawyers to bank with financial institutions that are OLF Leadership Banks, meaning that they pay the highest IOLTA rates.

(6) Support the Campaign for Equal Justice in efforts to educate lawyers and the community about the legal needs of the poor, legal services delivery and access to justice for low-income and vulnerable Oregonians.

(7) Encourage Oregon lawyers to support civil legal services programs through enhanced pro bono work.

(8) Support continued funding for critical immigration legal services so that these vulnerable Oregonians are provided legal representation.

(9) Support the fundraising efforts of those nonprofit organizations that provide civil legal services to low-income Oregonians that do not receive funding from the Campaign for Equal Justice.

Submitted By:

Peter A. Werner, OSB#091722
House of Delegates, Region 1

Sonia Montalbano, OSB# 970821
House of Delegates, Region 5

Kristie Gibson, OSB#990528
House of Delegates, Region 2

Vanessa Nordyke, OSB#084339
House of Delegates, Region 6, OSB Past
President 2018

Victory Walker, OSB#014483
House of Delegates, Region 3

Heather Decker, OSB#962589
House of Delegates, Region 7

Background

The mission of the Oregon State Bar is to serve justice by promoting respect for the rule of law, by improving the quality of legal services and by increasing access to justice. One of the three main functions of the bar is to advance a fair, inclusive, and accessible justice system.

The Board of Governors and the House of Delegates have adopted a series of resolutions supporting adequate funding for civil legal services in Oregon (Delegate Resolutions in 1996, 1997, 2002, 2005–2024). This resolution is similar to the resolution passed in 2024.

The legal services organizations in Oregon were established by the state and local bar associations to increase access for low-income clients. The majority of the boards of the legal aid programs are appointed by state and local bar associations. The Oregon State Bar operates the Legal Services Program pursuant to ORS 9.572 to distribute the state statutory allocation for civil legal services and provide methods for evaluating the legal services programs. The

Campaign for Equal Justice works collaboratively with the Oregon Law Foundation and the Oregon State Bar to support Oregon's legal aid programs. The Bar and the Oregon Law Foundation each appoint a member to serve on the board of the Campaign for Equal Justice.

Oregon's legal aid program consists of three separate non-profits that work together as part of an integrated service delivery system designed to provide high-priority, free, civil legal services to low-income Oregonians in all 36 Oregon counties through offices in 18 communities. There are two statewide programs, Legal Aid Services of Oregon (LASO) and the Oregon Law Center (OLC); and one county-wide program, the Center for Non-Profit Legal Services (Jackson County). Because the need is great and resources are limited, legal aid offices address high priority civil legal issues such as safety from domestic violence, housing, consumer law, income maintenance (social security, unemployment insurance, and other self-sufficiency benefits), health, employment and individual rights.

In 2024, about 23% of legal aid's cases were family law cases, usually helping victims of domestic violence. Another 45% of cases were related to maintaining housing. All of these programs work to stretch limited resources through pro bono programs and self-help materials. Legal aid directly handled 8,370 client cases in 2024, and provided help to more than 52,915 low-income Oregonians through clinics, legal education workshops and programs, through self-help guidance and through agency referrals.

Recently, legal aid and the Oregon State Bar worked together to reformulate and relaunch the website www.oregonlawhelp.org. The rethought and redesigned website provides better resources to Oregonians in need, and provides easier access to legal aid referrals and self-help materials. In 2024, the Oregon Law Help website received over 375,000 unique visitors. Additionally, Oregonians who were victims of wildfires received vital self-help information and referrals through legal aid's disaster service website, <https://oregondisasterlegalservices.org>.

HOD Delegate Resolution No. 6

Support Adequate Funding for the Judicial Branch

Whereas, the mission of the Oregon State Bar is to serve justice and the public interest by promoting respect for the rule of law, by improving the quality of legal services, and by increasing access to justice; and,

Whereas, the Oregon Judicial Branch has adopted a Justice Campaign for 2024-2027 continuing four commitments to the people of Oregon: (1) to collaborate with community partners to improve services and access for people who are underserved, vulnerable, and marginalized; (2) to improve the court user experience by identifying and eliminating barriers to access to justice and ensuring safe, secure, and accessible court facilities; (3) earn the public's trust and confidence through communication, transparency, high ethical standards, and promoting the rule of law; and (4) to provide a workplace and courthouse culture that is welcoming, supportive, and diverse, and where all people are treated with respect; and,

Whereas, the Chief Justice has based her budget requests for the Oregon Judicial Department on needs and services identified through a strategic planning process that prioritized the Justice Campaign commitments, and the Oregon Legislative Assembly has based many of its funding decisions on the priorities established in the Chief Justice's Recommended Budget; and,

Whereas, the Oregon Judicial Department will need adequate resources for courts to respond to court users who have mental and behavioral health challenges, continue collaborative initiatives to better serve self-represented litigants, expand outreach and transparency efforts, continue using data-driven performance measures, continue to assist in finding solutions to the unrepresented persons crisis in Oregon, and ensure that judges and court staff have the training and education needed to address the needs of the people they serve, now, therefore, be it

Resolved, that we applaud the Legislative Assembly for its support of the Oregon Judicial Department's Justice Campaign and strategic priorities; we request that the Assembly continue to improve funding to provide necessary court services, improve compensation to attract and retain highly qualified judges, provide safe and secure court facilities, and otherwise support the goals of the Justice Campaign; and we further encourage all members of the Oregon State Bar to thank legislators for funding the Judicial Branch and continue to urge their support for the Chief Justice's Recommended Budget for the Oregon Judicial Department.

Submitted By:

Vanessa Nordyke OSB#084339
House of Delegates, Region 6
OSB Past President 2018

BOG Resolution No. 4

Agenda Item 17

In Memoriam

Resolved, that the OSB House of Delegates and members assembled stand for a moment of silence in honor of the members of the Oregon State Bar who have died since the 2024 House of Delegates Meeting.

Hon. Lynn E. Ashcroft	William N. Gross	Michael V. Reed
Ernest H. Badeau	John L. Henderson	Monique Renner
Peter L. Barnhisel	Albert W. Hoguet	Ronald E. Rhodes
Katherine L. Beck Fey	Michael A. Holstun	Joe B. Richards
R Hunter Bitner II	Douglas G. Houser	Robert C. Robertson
Bruce A. Bottini	Susan Gail Howe	Michael E. Rose
Robert J. Brazeau	John G. Humphrey	Douglas A. Schoen
Thomas W. Brown	Neil W. Jackson	Douglas R. Schultz
Neva T. Campbell	Louise Jayne	Malcolm H. Scott
F J. Capriotti III	Hon. Robert E. Jones	Edward E. Sites
Charles W. Carnese	Masha A. Kazakova	Larry N. Sokol
Lawrence A. Castle	John P. Kneeland	Leslie N. Spitz
David P. Cooper	James J. Kolstoe	Celeste M. Strate
James R. Cowan	Patrick Lavis	Pamela McCarroll Thies
Stuart J. Cutler	Stephen R. Ledoux	Hon. Pierre Van Rysselberghe
E Joseph Dean	Thomas J. Lekas	Dennis R. VavRosky
Thomas J. Ditton	Martin Leuenberger	David T. Viuhkola
Kelly Michael Doyle	Robert W. Lockwood	Melissa J. Ward
Martin Drobac	Jan Londahl	Peter O. Watts
Patrick M. Ebbett	Hon. Malcolm F. Marsh	Frank S. Wesson
Dirk Edwards	Philip R. McConville	William G. Wheatley
David A. Ernst	Terence K. McGee	Kenneth A. Wright
Lawrence Evans	Emil O. Muhs Jr.	Thomas E. Wurtz
Dale F. Evans	Robert K. Naslund	Shane Choi Young
Robert N. Funk	K. William O'Connor	
Morris J. Galen	Nathan R. Pliska	
Vernon D. Gleaves	Christopher Prescott	

Presenters:

Simonne Weyand, BOG Member - Region 4

Kyle Sciuchetti, BOG Member - Region 8

Eddie Passadore, BOG Member - Public