

McGuireWoods Ethics Programs

The attached chart describes materials for ethics programs prepared by McGuireWoods lawyer Tom Spahn.

The entry for most of these programs includes the following information: title; a description of what the program covers; the hypotheticals that can be used for the program; a separate document that repeats the hypotheticals and provides the analyses (based on the ABA Model Rules, but including state rules where appropriate); the number of hypotheticals in the program; the date the materials were last updated.

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We welcome corrections, disagreements, suggestions, or questions.

MCGUIREWOODS ETHICS PROGRAMS

(I) GENERAL INTEREST					
Program	Program	Document Number	Number of Hypotheticals	Last Updated	Description
(I)(A)	The First Question: Who is Your Client? [2023 Annual Ethics Program] <ul style="list-style-type: none"> • Description • Hypotheticals • Hypotheticals and Analyses (278 pages) • PowerPoints (hypotheticals) 	169069827 169473582 167415670 169601565	16	1/1/23	This interactive program uses hypotheticals to address the most basic question preceding any conflicts (and many other ethics and privilege) analyses: who is your client? After discussing client identity when representing the government, partnerships, associations, insureds, estates and bond deal participants, the program focuses on client identity in the corporate context. Among other things, the program addresses client identity within the corporate entity, within a corporate family, during corporate stock and asset sale transactions, and when dealing with corporate employees.
(I)(B)	Ethics Issues Facing Corporate Counsel: Hiring for the Law Department and Preserving Confidences <ul style="list-style-type: none"> • Description • Hypotheticals • Hypotheticals and Analyses (165 pages) • PowerPoints (hypotheticals) 	85993784 90428636 81662704 154424751	28	4/25/17	This interactive program uses hypotheticals to explore conflicts of interests principles facing in-house lawyers, and their duty to preserve their corporate clients' confidences, including: (1) the conflicts risks of hiring lawyers and non-lawyers (such as disqualification principles' application to law departments and "secondment" arrangements); (2) in-house lawyers' personal conflicts; and (3) in-house lawyers' duty to protect their client's confidences by maximizing attorney-client privilege and work product protection for intra-corporate communications and when dealing with third parties. This specialized program has not been recently updated.

(I) GENERAL INTEREST (CONT'D)					
Program	Program	Document Number	Number of Hypotheticals	Last Updated	Description
(I)(C)	Electronic Era Ethics [2024 Annual Ethics Program] <ul style="list-style-type: none"> Description Hypotheticals Hypotheticals and Analyses (291 pages) PowerPoints (hypotheticals) 	174052080 6553426 6312230 178502340	18	09/17/23	This interactive program uses hypotheticals to highlight the dramatic effect email, texts and other electronic communications have had on lawyers’ ethics duties. The program generally follows the lifespan of an attorney-client relationship, including: creation of the relationship (such as the effect of an unsolicited email from a would-be client); the ethical propriety of electronic communications with clients (especially lawyers who practice “virtually”); communications with adversaries (including “reply all” emails, lawyers’ response to inadvertently transmitted communications, and metadata); dealing with third parties (such as service providers and outsourced colleagues); discovery (such as accessing adverse witnesses’ social media); jurors’ research and communications; judges’ research and “friending” of lawyers; attorney-client relationships’ termination.
(I)(D)	Civil Rights and Diversity: Ethics Issues <ul style="list-style-type: none"> Description Hypotheticals Hypotheticals and Analyses (289 pages) PowerPoints (hypotheticals) 	61292107 62865285 56718623 153208590	28	3/16/15	This interactive program uses hypotheticals to explore numerous ethics issues facing lawyers advocating for civil rights and diversity. Among other things, the program will address: dealing with other lawyers' bigoted misconduct (in law firms and other contexts); lawyers marketing their involvement in civil rights and diversity matters; dealing with clients (including how to deal with clients' direction to pursue offensive conduct, public policy disagreements with clients and representing unpopular clients); civil rights/diversity lawyers' public communications about their cases and about judges; litigation issues (including ghostwriting pleadings); discovery issues (including the ethical propriety of deceptive conduct designed to uncover discrimination); dealing with courts (including challenging court orders and existing law); judicial ethics (including judges' involvement with discriminatory organizations, and judicial bias). This specialized program has not been recently updated.
(I)(E)	Law-Related Artificial Intelligence <ul style="list-style-type: none"> Description Outline (301 pages) PowerPoints 	88274893 88951932 175832952		6/28/23	This program explores the ethics implications of relying on artificial intelligence (including generative AI such as ChatGPT) to provide or assist in providing legal advice. First, the program will address the basic nature of law-related artificial intelligence, including: unauthorized practice of law and multijurisdictional practice issues. Second, the program will describe lawyers’ duties when relying on AI (including competence, communication about AI use, and confidentiality), the ability to limit a representations or liability when doing so, and the implications of the users’ malpractice. Third, the program will cover logistical issues, including the ethics rules governing lawyers' working with third parties, billing for AI, and ownership of AI-generated material. Fourth, the program will describe lawyers’ duties if adversaries using AI make substantive mistakes or scrivener errors. Fifth, the program will address litigation-related AI use, including ghostwriting, new forms of discovery, privilege review, jury selection, disclosure of adverse law, and judges’ use of AI.

(I) GENERAL INTEREST (CONT'D)					
Program	Program	Document Number	Number of Hypotheticals	Last Updated	Description
I (F)	The Ethics of Negotiation and Adversaries’ Mistakes <ul style="list-style-type: none"> • Description • Hypotheticals • Hypotheticals and Analyses (217 pages) • PowerPoints 	170919880 178957183 178238518 170922014	21	9/6/23	This interactive program uses hypotheticals to explore lawyers’ confidentiality and disclosure duties in the context of adversaries’ misunderstanding or mistakes. Among other things, the program will address: the difference between ethics and professionalism; dealing with unrepresented persons who may misunderstand a lawyer’s role; negotiation ethics (including adversaries’ factual or legal misunderstanding, substantive mistakes or scrivener’s errors); litigators’ duties in the face of litigation adversaries’ or courts’ misunderstanding, mistakes, or scrivener’s errors.
I(G)	The Attorney-Client Privilege and the Work Product Doctrine: Basic Principles and 2024 Developments and Trends <ul style="list-style-type: none"> • Description • PowerPoints (50 pages) • PowerPoints (32 pages) • A Practitioner’s Summary Guide to the Attorney-Client Privilege and the Work Product Doctrine (306 pages) • Key Attorney-Client Work Product Issues: Recent Caselaw [National] (1,129 pages) • Virginia Key Attorney-Client and Work Product Issues: Recent Caselaw (183 pages) 	67235805 49662357 158751939 46499708 96065910 185416935		5/24/23 12/5/13 2/22/24 2/12/24	This program will explore perhaps the most important legal doctrine all lawyers should understand -- the attorney-client privilege. The program will also address the separate but related work product doctrine protection. With both protections, the program will include up-to-date case law. The program will explore ten topics: (1) how to determine which attorney-client privilege and work product law will apply; (2) clients' nearly universal misunderstanding of the privilege's applicability, and the key legal advice component; (3) privilege protection in the corporate setting (including the danger of widespread intracorporate communications, and beyond those with a "need to know"); (4) sources of proof courts examine in analyzing privilege protection, and practical steps for maximizing the protection; (5) identifying who is outside privilege protection, including clients' and lawyers' agent/consultants; (6) privilege waiver (including implied, "at issue" and subject matter waivers); (7) joint defense/common interest agreements (highlighting their unpredictability); (8) basic work product principles (including the "litigation," "anticipation," and "motivation" elements); (9) work product waiver, which dramatically differs from privilege waiver; (10) privilege and work product issues arising before, during and after internal corporate investigations.
I(H)	Attorney-Client Privilege and the Duty of Confidentiality <ul style="list-style-type: none"> • Description • Hypotheticals • Hypotheticals and Analyses (18 pages) 	160874938 156353935 156020061	16	10/26/24	This interactive program uses hypotheticals to explore the different but related concepts of confidentiality (imposed by the ethics rules) and the evidentiary attorney-client privilege and work product doctrine protections. The confidentiality topics include: choice of law; source, content, and use of client information; confidentiality duties to former clients. The attorney-client privilege topics include: client agents; employee-to-employee communications; the Vioxx and common interest doctrines; the risk of subject matter waiver. The work product doctrine topics include: the litigation, anticipation, and motivation elements; protection for “intangible” work product.

(I) GENERAL INTEREST (CONT'D)					
Program	Program	Document Number	Number of Hypotheticals	Last Updated	Description
I(I)	Practicing Ethically During and After the Pandemic <ul style="list-style-type: none"> • Description • Outline (256 pages) • PowerPoints (outline) 	131122269 131195498 132341382		5/21/20 5/21/20 5/21/20	This program will address ethics issues facing lawyers practicing during and after the pandemic, including: core duties, such as communication, competence and diligence; confidentiality issues (especially involving technology use) when practicing remotely and at home; unauthorized practice of law and multijurisdictional practice issues; special ethics challenges in pandemic -- driven practice areas (such as trust and estates, and bankruptcy) and processes (such as remote depositions and mediations); maintaining professionalism while serving clients.

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(II) LEGAL PROFESSION					
Program	Program	Document Number	Number of Hypotheticals	Last Updated	Description
II(A)	UPL, MDP and MJP (Defining What Lawyers Do and Where They Can Do It): Part I <ul style="list-style-type: none"> Description Hypotheticals Hypotheticals and Analyses (285 pages) PowerPoints (hypotheticals) 	36276053 37771179 35950817 154425643	25	3/1/19	This interactive program uses hypotheticals to explore several basic issues involving the legal profession, including: which governmental branch defines the practice of law and enforces unauthorized practice of law restrictions; what is the definition of "practicing law," and what exceptions apply; do self-helps books and online services such as LegalZoom® constitute the "practice of law"; where is the line drawn between permissible and impermissible actions by paralegals; what activities can disbarred or suspended lawyers engage in without violating the law; whether lawyers should be allowed to employ or partner with non-lawyers in providing legal services or non-legal services; whether non-lawyers should be allowed to own a minority or majority interest in a law firm.
II(B)	UPL, MDP and MJP (Defining What Lawyers Do and Where They Can Do It): Part II <ul style="list-style-type: none"> Description Hypotheticals Hypotheticals and Analyses (305 pages) PowerPoints (hypotheticals) 	36276274 46225034 35951124 135432759	26	12/13/21	This interactive program uses hypotheticals to explore lawyers practicing law in states where they are not licensed, including: the effect of lawyers practicing law in states where they are not licensed; the permissibility of lawyers giving advice about the law of states where they are not licensed; the ability to practice "virtually" in other states; litigators' ability to be admitted in another state's courts; permissible temporary practice by lawyers in states where they are not licensed (in both the litigation and the transactional context); the rules governing lawyers moving permanently to another state; the ability of lawyers not licensed in the state where they practice to represent clients before federal agencies, in federal court and in matters involving federal law; limitations on in-house lawyers practicing in states where they are not licensed; the ability of foreign lawyers to practice in the U.S.
II(C)	Ethics Issues Facing In-House Lawyers Who Represent Companies in Joint Ventures <ul style="list-style-type: none"> Description Hypotheticals Hypotheticals and Analyses (171 pages) PowerPoints (hypotheticals) 	61291886 39680368 39772178 154436687	7	6/11/12	This interactive program uses hypotheticals to explore the subtle and often counterintuitive ethics and attorney-client privilege principles applicable to lawyers representing joint ventures. Among other things, the program will focus on: the basic ethics and privilege principles applying to lawyers who represent joint ventures; the danger of waiving privilege protection during negotiations over creating joint ventures; the possibility of common interest agreements avoiding privilege waiver; the effect of lawyers representing a member of the joint venture and the joint venture itself; the effect of adversity between joint venture members; the conflicts and privilege ramifications of contract (rather than entity) joint ventures. This specialized program has not been recently updated.
II(D)	Lawyer Marketing: An Ethics Guide <ul style="list-style-type: none"> Description Hypotheticals Hypotheticals and Analyses (327 pages) PowerPoints (hypotheticals) 	2506476 10062045 9723312 153405717	34	2/8/18	This interactive program uses hypotheticals to explore various topics involved in lawyer marketing, including: the standards for judging lawyer marketing (including constitutional issues and the reach of a state's ethics rules); the rules governing content (including self-laudatory and unverifiable claims, testimonials and endorsements); law firm marketing issues (including web sites and law firm names); individual lawyer marketing issues (including areas of practice, inclusion in honorary lists and descriptions of past successes); direct mail marketing; solicitation (including in-person and electronic solicitation); the use of new technology in lawyer marketing. This specialized program has not been recently updated.

(II) LEGAL PROFESSION (CONT'D)					
Program	Program	Document Number	Number of Hypotheticals	Last Updated	Description
(II)(E)	Law Firm Break Up <ul style="list-style-type: none"> • Description • Hypotheticals • Hypotheticals and Analyses (383 pages) • PowerPoints (hypotheticals) 	59662878 63130904 63130302 153405260	30	12/22/15	This interactive program uses hypotheticals to explore ethics issues that can arise before, during and after law firm breakups. Among other things, the program will cover: permissible and impermissible steps by lawyers who are thinking of leaving their law firm, and by the law firms they are leaving; the ethics rules governing the hiring of lawyers and staff, including the risk of imputed disqualification; trust account rules; ownership of client files; ethics rules that new law firms might face (including fee splitting, law firm names, limits on solicitation and marketing efforts). This specialized program has not been recently updated.
(II)(F)	Professionalism for the Ethical Lawyer <ul style="list-style-type: none"> • Description • Hypotheticals • Hypotheticals and Analyses (88 pages) • PowerPoints (hypotheticals) 	89729569 29084304 29084419 153457830	30	5/31/18	This interactive program uses hypotheticals to explore lawyers' balancing of their laudable desire to act professionally and their ethics duty to diligently serve their clients. Among other things, the program will address issues facing all lawyers (including the duty to supervise other lawyers, avoiding discrimination and bigotry, withdrawal in the face of clients' desire to pursue offensive conduct); issues primarily facing litigators (including the timing of filing pleadings and scheduling hearings, dealing with courts and their personnel, and offering evidence); issues primarily facing transactional lawyers (including collaborative lawyering, dealing with discourteous opponents, and reacting to adversaries' errors).
(II)(G)	Professionalism for the Ethical Virginia Lawyer <ul style="list-style-type: none"> • Description • Hypotheticals • Hypotheticals and Analyses (99 pages) • PowerPoints (hypotheticals) 	156675868 8279570 7180071 153459277	29	3/1/19	This interactive program uses hypotheticals to explore Virginia's lawyers' balancing of their laudable desire to act professionally and their ethics duty to diligently serve their clients (noting several unique Virginia ethics rules). Among other things, the program will address issues facing all lawyers (including the duty to supervise other lawyers, avoiding discrimination and bigotry, withdrawal in the face of clients' desire to pursue offensive conduct); issues primarily facing litigators (including the timing of filing pleadings and scheduling hearings, dealing with courts and their personnel, and offering evidence); issues primarily facing transactional lawyers (including collaborative lawyering, dealing with discourteous opponents, and reacting to adversaries' errors).
(II)(H)	A Basic Guide for Paralegals and Other Professional Colleagues: Ethics, Confidentiality and Privilege <ul style="list-style-type: none"> • Description • Guide (137 pages) 	2647201 2574548		8/20/20	This program covers topics that are important to every paralegal, including: the source of ethics guidance for paralegals; how to avoid the unauthorized practice of law; the importance of preserving confidentiality, and the risks of disclosure; how the attorney-client privilege and work-product doctrine apply in special ways to paralegals (including practical tips for maximizing the protections for paralegals and their employers); conflicts of interest principles applicable to paralegals (including paralegals switching jobs); and other issues.

(III) CONFIDENTIALITY					
Program	Program	Document Number	Number of Hypotheticals	Last Updated	Description
(III)(A)	Confidentiality: Part I (Strength and Scope of the Duty) <ul style="list-style-type: none"> • Description • Hypotheticals • Hypotheticals and Analyses (192 pages) • PowerPoints (hypotheticals) 	53454556 54486329 6693340 144364277	15	6/2/15	This interactive program uses hypotheticals to explore one of our profession's core duties -- maintaining client confidences. Among other things, the program will address: the strength of the duty; the source, timing and content of information lawyers must keep confidential (for instance, does the duty cover information in the public record, or the disclosure of which would not harm the client?); comparison with the attorney-client privilege; when the confidentiality duty begins (in the context of unsolicited emails and interviews with prospective clients); when the duty ends; what steps lawyers must take to protect client confidences, especially in the context of electronic communications.
(III)(B)	Confidentiality: Part II (Exceptions to the Duty) <ul style="list-style-type: none"> • Description • Hypotheticals • Hypotheticals and Analyses (457 pages) • Attachments to H&As • PowerPoints (hypotheticals) 	63102380 64057668 6693591 64098964 144804540	36	1/27/15	This interactive program uses hypotheticals to explore exceptions to lawyers' confidentiality duty. Among other things, the program will address lawyers disclosing client confidential information: in the context of joint representations and common interest agreements; when complying with laws or court orders; in clearing conflicts of interest on a daily basis and when hiring laterals; when defending themselves from clients' and non-clients' claims or criticism; in seeking to collect their fees or withdraw as counsel of record.
(III)(C)	Confidentiality: Part III (Non-Clients' Misunderstanding and Mistakes) <ul style="list-style-type: none"> • Description • Hypotheticals • Hypotheticals and Analyses (201 pages) • PowerPoints (hypotheticals) • PowerPoints (select hypotheticals) [updated as The Ethics of Negotiation and Adversaries' Mistakes-see above]	73734026 77254330 65829543 141783059 149197548	21	4/13/16	This interactive program uses hypotheticals to explore lawyers' confidentiality and disclosure duties in the context of non-clients' misunderstanding and mistakes. Among other things, the program will address: the difference between ethics and professionalism; dealing with unrepresented persons who may misunderstand a lawyer's role; negotiation ethics (including adversaries' factual or legal misunderstanding, substantive mistakes or scrivener's errors); litigators' disclosure duties in the face of litigation adversaries' or courts' misunderstanding, mistakes, or scrivener's errors.

(III) CONFIDENTIALITY (CONT'D)					
Program	Program	Document Number	Number of Hypotheticals	Last Updated	Description
(III)(D)	Confidentiality: Part IV (Non-Clients' Misconduct) <ul style="list-style-type: none"> • Description • Hypotheticals • Hypotheticals and Analyses (391 pages) • PowerPoints (hypotheticals) 	73734127 87023808 65833122 153327508	23	2/8/17	This interactive program uses hypotheticals to explore lawyers' confidentiality and disclosure duties in the context of non-clients' misconduct, including: determining what state's ethics rules apply; lawyers' possible duty to disclose non-clients' felonies or child abuse; corporate lawyers' "reporting up" employee misconduct; friendly and adverse non-clients' false testimony; lawyers' duty to report other lawyers' misconduct (including lawyers subject to the duty, whom they must report, the reporting duty's standards and timing, and the role of lawyers' confidentiality duty).
(III)(E)	Confidentiality: Part V (Clients' Past and Ongoing Misconduct) <ul style="list-style-type: none"> • Description • Hypotheticals • Hypotheticals and Analyses (424 pages) • PowerPoints (hypotheticals) 	73734552 98360104 66693427 144366619	15	12/20/17	This interactive program uses hypotheticals to explore lawyers' confidentiality and disclosure duties in the context of clients' past or ongoing misconduct. Among other things, the program will address: lawyers' possible duty to disclose clients' past fraud on tribunals, or past misconduct in non-corporate and corporate settings; distinguishing between past and ongoing client misconduct (including fugitive clients); client crimes' fruits and instrumentalities; lawyers' silence which causes victim families' anguish, or allows a wrongly convicted person to remain incarcerated.
(III)(F)	Confidentiality: Part VI (Clients' Future Misconduct) <ul style="list-style-type: none"> • Description • Hypotheticals • Hypotheticals and Analyses (299 pages) • PowerPoints (hypotheticals) 	73734668 112282205 66694103 154442811	26	1/1/19	This interactive program uses hypotheticals to explore lawyers' confidentiality and disclosure duties in the context of clients' intent to commit future misconduct. Among other things, the program will address: the difficulty of distinguishing between past and future misconduct; clients' intent to offer false testimony; providing advice on client conduct illegal under federal law but allowed under state law; applying the attorney-client privilege "crime-fraud exception;" clients' intent to commit future misconduct that will cause financial injury, or someone's bodily harm or death.
(III)(G)	Confidentiality: Key Issues (Part I) <ul style="list-style-type: none"> • Description • Hypotheticals • Hypotheticals and Analyses (133 pages) • PowerPoints (hypotheticals) 	176553233 176486386 169920771 177289656	20	5/30/23	This is the first of a two-part program using hypotheticals to explore key issues involving one of our profession's core duties – maintaining client confidences. Among other things, the program will address our confidential duty's strength, source, timing and content. The program will also cover exceptions: in the context of joint representations; when complying with laws or court orders; when clearing conflicts; when defending from clients' claims or criticism; and when seeking to collect unpaid fees. Finally, the program will explore lawyers' confidentiality and

(III) CONFIDENTIALITY (CONT'D)					
Program	Program	Document Number	Number of Hypotheticals	Last Updated	Description
					disclosure duties in the context of some non-clients' misconduct, including corporations' lawyers' "reporting up" of employee misconduct, and misprision of felonies.
(III)(H)	Confidentiality: Key Issues (Part II) <ul style="list-style-type: none"> • Description • Hypotheticals • Hypotheticals & Analyses (170 pages) • PowerPoints (hypotheticals) 	176805435 176492570 173918242 177289865	16	5/30/23	This is the second of a two-part program using hypotheticals to explore one of our profession's key duties: confidentiality. This program focuses on lawyers' duties when their clients have engaged in past misconduct or intend to engage in future misconduct. Focusing first on tribunal-related past misconduct (mostly perjurious testimony), the program addresses the effect of lawyers' knowledge of such clients' false testimony at five different times. The program then turns to lawyers' responsibilities when their clients intend to testify falsely. After that, the program will address client's intent to commit other wrongdoing in the future. The program concludes with a discussion of a seminal ethics event in American legal history – the so-called "Buried Bodies case" involving two Upstate New York lawyers who knew that their client had murdered two young women and even visited their bodies – but refused to relieve the victims' parents of their understandable anguish about their daughters' fate.
(III)(I)	Lawyers' Confidentiality Duty: Key Issues <ul style="list-style-type: none"> • Description • Outline (24 pages) 	116766345 114078057		1/1/19	This outline summarizes lawyers' core confidentiality duty, relying on the ABA Model Rules' articulation of that duty. Among other things, the outline briefly analyzes: choice of ethics rules issues; the confidentiality duty's strength and scope; exceptions to the duty; lawyers' confidentiality duties when dealing with non-clients' misunderstanding and mistakes, non-clients' misconduct, clients' past and ongoing misconduct, and clients' future misconduct.

(IV) CONFLICTS OF INTEREST					
Program	Program	Document Number	Number of Hypotheticals	Last Updated	Description
(IV)(A)	Basic Conflicts of Interest Rules: Part I <ul style="list-style-type: none"> • Description • Hypotheticals • Hypotheticals and Analyses (340 pages) • PowerPoints (hypotheticals) 	2599134 10486694 6426237 153206246	39	8/25/14	This interactive program uses hypotheticals to explore basic conflicts of interest rules, including: the general rule governing adversity to current clients; conflicts arising in the course of a representation as the result of the client's or the lawyer's actions; the definition of "client" for conflicts purposes (including corporations, associations, estates and others); the definition of "adversity" for conflicts purposes (including business adversity, adverse financial impact, discovery of clients and positional adversity); the complex rules governing joint representations (including joint representations in the corporate setting, during estate administration, in transactional contexts, and elsewhere). This program has not been recently updated. Program (IV)(C) includes more recent analyses of some of this program's key topics.
(IV)(B)	Basic Conflicts of Interest Rules: Part II <ul style="list-style-type: none"> • Description • Hypotheticals • Hypotheticals and Analyses (124 pages) • PowerPoints (hypotheticals) 	6581262 10487046 6426308 153207888	27	9/26/12	This interactive program uses hypotheticals to explore basic conflicts of interest rules, including: the general rule governing adversity to former clients; determining the status of an attorney-client relationship; application of the information-based conflicts analysis governing adversity to former clients (including the duration of the earlier representation, how long ago it occurred, and the meaning of the "substantial relationship"); a lawyer's ability to withdraw from a representation to cure a conflict (including the "hot potato" rule); the type of consents that can cure a conflict (including which consents are required, the process for obtaining valid consents, the revocability of consents, and prospective consents); courts' approach to disqualification motions based on conflicts of interest. This program has not been recently updated. Program (IV)(C) includes more recent analyses of some of this program's key topics.
(IV)(C)	Conflicts of Interest: A Practical Roadmap [2020 Annual Ethics Program] <ul style="list-style-type: none"> • Description • Hypotheticals • Hypotheticals and Analyses (396 pages) • PowerPoints (hypotheticals) 	125717331 126439630 124868322 134908746	37	01/01/20	This interactive program uses hypotheticals to explore basic conflicts of interest rules, including: the general rule governing adversity to current clients; the definition of "client" for conflicts purposes (including corporations, associations, estates and others); the definition of "adversity" for conflicts purposes (including business adversity, adverse financial impact, discovery of clients and positional adversity); the complex rules governing joint representations; the general rule governing adversity to former clients; determining the status of an attorney client relationship; application of the "substantial relationship" standard; a lawyer's ability to withdraw from a representation to cure a conflict (including the "hot potato" rule); the type of consents that can cure a conflict (including the revocability of consents and prospective consents); courts' approach to disqualification motions based on conflicts of interest.

(IV) CONFLICTS OF INTEREST (CONT'D)					
Program	Program	Document Number	Number of Hypotheticals	Last Updated	Description
(IV)(D)	The First Question; Who is Your Client? [2023 Annual Ethics Program] <ul style="list-style-type: none"> Description Hypotheticals Hypotheticals and Analyses (269 pages) PowerPoints (hypotheticals) 	169069827 169473582 167415670 169601565	16	1/1/23	This interactive program uses hypotheticals to address the most basic question preceding any conflicts (and many other ethics and privilege) analyses: who is your client? After discussing client identity when representing the government, partnerships, associations, insureds, estates and bond deal participants, the program focuses on client identity in the corporate context. Among other things, the program addresses client identity within the corporate entity, within a corporate family, during corporate stock and asset sale transactions, and when dealing with corporate employees.
(IV)(E)	Conflicts Between Lawyers and Their Clients: Part I <ul style="list-style-type: none"> Description Hypotheticals Hypotheticals and Analyses (161 pages) PowerPoints (hypotheticals) 	2633236 2640374 2633034 154446323	25	12/4/14	This interactive program uses hypotheticals to explore situations in which lawyers' interests might conflict with their clients' interests, including: the applicability of ethics rules to lawyers' non-legal activities; doing business with clients; accepting gifts from clients; lawyers' other duties to clients (such as serving on client boards of directors or as public officials); lawyers' relationships with other lawyers (friendships and family relationships); lawyers' other personal interests (such as in-house lawyers' wrongful termination claims, and disagreements about public policy matters); and lawyers' romantic and sexual relationships with clients. This program has not been recently updated. Program (IV)(G) includes more recent analyses of some of this program's key topics.
(IV)(F)	Conflicts Between Lawyers and Their Clients: Part II <ul style="list-style-type: none"> Description Hypotheticals Hypotheticals and Analyses (243 pages) PowerPoints (hypotheticals) 	2531394 3489431 3585340 153372149	30	8/6/15	This interactive program uses hypotheticals to explore situations in which lawyers' interests might conflict with their clients' interests, including: lawyers' agreements to limit their practice, in partnership agreement non-competes, or in litigation settlements; lawyers selling their practice; lawyers limiting their liability to clients or resolving clients' claims (including agreements to arbitrate fee and malpractice disputes); lawyers' duties to former clients (including file ownership issues); non-clients' claims against lawyers. This program has not been recently updated. Program (IV)(G) includes more recent analysis of some of this program's key topics.
(IV)(G)	Conflicts Between Lawyers and Their Clients: Key Issues [2022 Annual Ethics Program] <ul style="list-style-type: none"> Description Hypotheticals Hypotheticals and Analyses (282 pages) PowerPoints (hypotheticals) 	35674048 36909894 146059816 154943389	23	1/1/22	This interactive program uses hypotheticals to explore situations in which lawyers' interests might conflict with their clients' interests, including: the applicability of ethics rules to lawyers' non-legal activities; doing business with clients; accepting gifts from clients; representing unpopular clients; lawyers' agreements to limit their practice in partnership agreements or in litigation settlements; limiting liability to clients; disclosing malpractice to clients; resolving disputes with clients; file ownership after representations end; duty to protect former clients.

(V) LITIGATION					
Program	Program	Document Number	Number of Hypotheticals	Last Updated	Description
(V)(A)	Litigation Ethics: Part I (Communications) <ul style="list-style-type: none"> • Description • Hypotheticals • Hypotheticals and Analyses (245 pages) • PowerPoints (hypotheticals) 	3591561 3646799 3638372 154517529	38	3/4/15	This interactive program uses hypotheticals to explore topics of interest to litigators (<u>and</u> transactional lawyers whose clients might face litigation), including such issues as allocating authority between client and lawyer; correctly defining the scope of the representation; duty of communication to clients; lawyer speech (including talking to the press about cases and criticizing judges); communicating ex parte with represented adversaries (such as employees of corporate adversaries, and government officials); defensive measures that corporations can take if plaintiffs' lawyers try to contact their employees; threatening adversaries with criminal or disciplinary charges during civil litigation; dealing with unrepresented adversaries, unrepresented allies and other lawyers in the litigation process. This program has not been recently updated. Program (V)(H) includes more recent analyses of some of this program's key topics.
(V)(B)	Litigation Ethics: Part II (Discovery) <ul style="list-style-type: none"> • Description • Hypotheticals • Hypotheticals and Analyses (155 pages) • PowerPoints (hypotheticals) 	4475805 4794520 4792481 153409336	18	5/9/17	This interactive program uses hypotheticals to explore topics of interest to litigators (<u>and</u> transactional lawyers whose clients might face litigation), focusing on the ethics of pretrial discovery. The topics include: (1) aggressive and deceptive discovery tactics (including surveillance videotapes; the use of body wires; tape recording telephone calls; the use of admittedly deceptive tactics during public interest investigations such as housing discrimination tests, purely commercial investigations and government investigations); (2) discovery mistakes (including the ethical responsibilities of lawyers who receive privileged communications inadvertently sent by an adversary, electronic documents accompanied by metadata, and privileged documents during litigation). This program has not been recently updated. Program (V)(H) includes more recent analyses of some of this program's key topics.

(V) LITIGATION (CONT'D)					
Program	Program	Document Number	Number of Hypotheticals	Last Updated	Description
(V)(C)	Litigation Ethics: Part III (Witnesses) <ul style="list-style-type: none"> • Description • Hypotheticals • Hypotheticals and Analyses (139 pages) • PowerPoints (hypotheticals) 	4995933 5294761 5294707 145222111	24	2/25/14	This interactive program uses hypotheticals to explore ethics issues arising when lawyers deal with witnesses. The topics include: (1) dealing with fact witnesses (including the permissibility of paying fact witnesses for their time, preparing fact witnesses for testimony, and talking with fact witnesses during deposition breaks); (2) dealing with expert witnesses (including paying testifying and non-testifying experts, and ex parte communications with an adversary's expert); and (3) the "witness-advocate rule" (including the rule's rationale, the proceedings in which the rule applies, application to lawyers appearing pro se, judging the necessity for a lawyer's testimony, and permissible pre-trial and post-trial activities by disqualified lawyers). This program has not been recently updated. Program (V)(H) includes more recent analyses of some of this program's key topics.
(V)(D)	Litigation Ethics: Part IV (Claims and Settlements) <ul style="list-style-type: none"> • Description • Hypotheticals • Hypotheticals and Analyses (169 pages) • PowerPoints (hypotheticals) 	7682930 8439575 6818552 154528833	24	4/28/15	This interactive program uses hypotheticals to explore two aspects of litigation. First, the program will focus on litigants' claims, including the ethics implications of advancing frivolous claims in civil and criminal litigation, foregoing meritorious claims, ghostwriting pleadings for pro se plaintiffs, and filing claims for which there are valid affirmative defenses. Second, the program will discuss settlements, including "collaborative" lawyering, aggregate settlements, the limits on deceptive conduct during settlement negotiations, lawyers' duties when the adversary makes a typographical error in a settlement agreement, and enforcement of settlement agreements. This program has not been recently updated. Program (V)(H) includes more recent analyses of some of this program's key topics.
(V)(E)	Litigation Ethics: Part V (Courts) <ul style="list-style-type: none"> • Description • Hypotheticals • Hypotheticals and Analyses (220 pages) • PowerPoints (hypotheticals) 	10486119 11096838 4982120 154456517	30	2/20/13	This interactive program uses hypotheticals to explore: lawyers' dealings with tribunals (including the obligation to disclose unfavorable facts, unfavorable case law and unpublished case law); lawyers' courtroom and deposition behavior; judges' conflicts of interest based on personal and professional relationships with litigants and lawyers; judge selection and disqualification; judicial bias; judicial ethics based on conduct (including involvement in religious activities and discriminatory organizations); and judges' communications (about their cases, other judges' cases and public policy issues). This program has not been recently updated. Program (V)(H) includes more recent analyses of some of this program's key topics.

(V) LITIGATION (CONT'D)					
Program	Program	Document Number	Number of Hypotheticals	Last Updated	Description
(V)(F)	Litigation Ethics: Communications, Discovery & Witnesses <ul style="list-style-type: none"> • Description • Hypotheticals • Hypotheticals and Analyses (184 pages) • PowerPoints (hypotheticals) 	16595514 33297757 16064899 154457048	22	3/10/15	This interactive program uses hypotheticals to explore topics of interest to litigators (and transactional lawyers whose clients might face litigation) -- including such issues as (1) lawyers' speech (including talking to the press about cases and criticizing judges); (2) aggressive and deceptive discovery tactics (including surveillance videotapes, use of body wires, tape recording telephone calls, use of admittedly deceptive tactics during public interest investigations -- such as housing discrimination tests, purely commercial investigations, and government investigations); and (3) dealing with fact witnesses (including the permissibility of paying fact witnesses for their time, preparing fact witnesses for testimony, and talking with fact witnesses during deposition breaks). This program has not been recently updated. Program (V)(H) includes more recent analyses of some of this program's key topics.
(V)(G)	Litigation Ethics: Claims, Settlements and Courts <ul style="list-style-type: none"> • Description • Hypotheticals • Hypotheticals and Analyses (162 pages) • PowerPoints (hypotheticals) 	31922166 38812346 31912659 153408754	18	3/14/13	This interactive program uses hypotheticals to explore three aspects of litigation ethics. First, the program will focus on litigants' claims, including: the ethics implications of advancing frivolous factual and legal claims; lawyers' ability to "ghostwrite" pleadings for supposedly pro se litigants; and lawyers' filing of knowingly time barred claims. Second, the program will discuss settlements, including: collaborative lawyering and aggregate settlements; acceptable levels of deception during settlement negotiations; silence about the law and facts; and the enforceability of settlement agreements. Third, the program will deal with courts, including: the duty to disclose unfavorable facts and law to tribunals; judges' disqualification based on personal relationships with litigants and lawyers; lawyers' ability to manipulate the choice of judges. This program has not been recently updated. Program (V)(H) includes more recent analyses of some of this program's key topics.
(V)(H)	Litigation Ethics: Key Issues [2021 Annual Ethics Program] <ul style="list-style-type: none"> • Description • Hypotheticals • Hypotheticals and Analyses (284 pages) • PowerPoint (hypotheticals) 	75389374 74686976 74503065 141234366	22	11/1/23	This interactive program uses hypotheticals to explore topics of interest to litigators (and transactional lawyers whose clients might face litigation) including such issues as: (1) lawyers' communications (including talking to the press about cases and criticizing judges); (2) deceptive discovery tactics (including tape recording telephone calls, and use of admittedly deceptive tactics in public interest investigations such as housing discrimination tests, and in purely commercial investigations); (3) dealing with fact witnesses (including the permissibility of paying fact witnesses for their time, and preparing them for testimony); (4) claims (including "ghostwriting" pleadings, and filing knowingly time barred claims); (5) settlements (including acceptable levels of deception during settlement negotiations, silence about the law and facts, and the enforceability of settlement agreements); (6) dealing with courts (including the duty to disclose unfavorable facts and law).

(V) LITIGATION (CONT'D)					
Program	Program	Document Number	Number of Hypotheticals	Last Updated	Description
(V)(I)	Applying Abstract Ethics Rules in the Real World: Ex Parte Contacts and the Witness-Advocate Rule <ul style="list-style-type: none"> • Description • Hypotheticals • Hypotheticals and Analyses (252 pages) • PowerPoints (hypotheticals) 	61291773 46543203 40367186 153188028	40	3/14/13	This interactive program uses hypotheticals to explore two seemingly simple abstract ethics rules: (1) a lawyer cannot communicate ex parte with a represented person; (2) a lawyer cannot act as both an advocate and a witness in a trial. The hypotheticals focus on the difficulty of applying such basic principles in the real world. This specialized program has not been recently updated.
(V)(J)	Mediation Ethics <ul style="list-style-type: none"> • Description • Hypotheticals • Hypotheticals and Analyses (174 pages) • PowerPoints (hypotheticals) 	65526621 64656432 64649012 153456690	32	4/20/15	This interactive program uses hypotheticals to explore ethics issues facing lawyers who act as mediators or represent clients in mediations. Among other things, the program will cover: mediators' pre-mediation obligations (including disclosure of conflicts, and unauthorized practice of law issues); lawyers' pre-mediation obligations (including multijurisdictional, collaborative lawyering, and work product issues); mediators' duties during mediations (including deception, confidentiality, unauthorized practice of law, and conflicts issues); lawyers' duties during mediations (including negotiation ethics, dealing with adversaries' substantive mistakes and scrivener's errors, privilege and work product waiver issues); mediators' post-mediation issues (including liability, conflicts, confidentiality issues, and possible duty to report child abuse and lawyers' misconduct); lawyers' post-mediation issues (including confidentiality, and settlement enforcement issues). This specialized program has not been recently updated.
(V)(K)	Litigation Conflicts with Non-Party Clients <ul style="list-style-type: none"> • Description • Hypotheticals • Hypotheticals and Analyses (88 pages) • PowerPoints (hypotheticals) 	85107351 88406478 88027712 153406192	10	3/17/17	This interactive program uses hypotheticals to explore litigation conflicts other than the classic scenario involving adversity to another party. Among other things, the program will address: the definition of "adversity" to non-parties (including adverse financial impact and positional adversity); discovery and cross-examination of non-party clients (including document discovery, and cross-examination of non-party client expert witnesses working for the adversary); information-based conflicts (including those triggered by confidential communications from non-party clients and third parties); conflicts implications of lawyers' professional relationships (including lawyers' cooperation with, or representation of, an adversary's counsel on unrelated matters). This specialized program has not been recently updated.

(V) LITIGATION (CONT'D)					
Program	Program	Document Number	Number of Hypotheticals	Last Updated	Description
(V)(L)	Deposition Ethics <ul style="list-style-type: none"> • Description • Outline (283 pages) 	162996579 142287588		3/9/21	This outline analyzes several ethics issues implicated by depositions, including: paying deposition witnesses; preparing witnesses to testify; admissible use of “bluffing” during depositions; talking with witnesses during deposition breaks; lawyers’ duties when their clients or friendly deposition witnesses have testified falsely, and when clients intend to testify falsely.

(VI) MISCELLANEOUS					
Notebook	Program	Document Number	Number of Hypotheticals	Last Updated	Description
(VI)(A)	Ethics Issues Facing Trust and Estate Lawyers <ul style="list-style-type: none"> • Description • Hypotheticals • Hypotheticals and Analyses (583 pages) • PowerPoints (hypotheticals) 	52732487 42726691 9990705 153372630	76	5/9/17	This interactive program uses hypotheticals to explore ethics issues likely to face lawyers involved in trust and estate planning and administration. Among other things, the program will focus on: defining the "clients" in multigenerational family and joint representation settings; conflicts during trust and estate planning, between clients' interests (including assisting one client in disinherit another client) and between clients and their lawyers (including dealing with impaired clients); unauthorized practice of law and multijurisdictional practice issues involved in trust and estate planning; privilege issues (including the impact of family members' and agents' participation in privileged communications); lawyers' liability to non-clients for negligent estate planning; conflicts arising during the administration process (including properly characterizing the "client" when representing an executor or trustee); privilege ownership after a decedent's death. This specialized program has not been recently updated.

(VII) UNFINISHED DRAFT PROGRAMS					
Notebook	Program	Document Number	Number of Hypotheticals	Last Updated	Description
(VII)(A)	The Ethics of Billing and Collecting Fees and Expenses [unfinished draft] <ul style="list-style-type: none"> Hypotheticals and Analyses (321 pages) 	12349945	52	11/21/14	This unfinished 2014 draft document addresses several issues implicated in lawyers' billing and collecting fees and expenses. Among other things, the document covers: types of fees (retainers, fixed, alternative fees, among others); contingent fees (including their calculations, effect of a lawyer's termination); billing for contract part-time and outsourced lawyers; fee sharing with other lawyers and with nonlawyers; third parties' financial interests (including champerty and maintenance); expenses; trust accounts; fee collection issues and privileged/work product protection for agreements and related communications.
(VII)(B)	An Ethics Guide to Hiring Lawyers and Others [unfinished draft] <ul style="list-style-type: none"> Hypotheticals and Analyses (219 pages) 	12332352	27	10/21/15	This unfinished 2015 draft document addresses several ethics issues implicated when law firms hire lawyers and nonlawyers. Among other things, the document covers: firms' conflicts-clearing process; law firms' hiring lawyers from the private sector and the different standards when hiring from the government and the judiciary; law firms' hiring of "of counsel" lawyers, temporary/contract lawyers and nonlawyers; law departments' hiring and "secondments."