

ETHICS ADVISORY PANEL
OPINION #94-43 REQUEST #510
Issued July 27, 1994

The inquiring attorney is a sole practitioner and has a part time position with State Agency #1. In private practice the attorney represented a labor union administrator, Client #A, in matters unrelated to those matters involved in the representation of Agency #1. Client A asked the attorney to represent a former employee, Client B, of another State Agency #2 in an unrelated matter. Neither Agency #1 nor Client B objected to the inquiring attorney's representation of Client B. However, opposing counsel for Agency #2 has objected to this representation. The attorney asks whether he/she may continue to represent Client B.

Rule 1.7(b) regarding conflicts of interests states that:

(b) A lawyer shall not represent a client if the representation of that client may be materially limited by the lawyer's responsibilities to another client or to a third person, or by the lawyer's own interests, unless:

(1) the lawyer reasonably believes the representation will not be adversely affected; and

(2) the client consents after consultation. When representation of multiple clients in a single matter is undertaken, the consultation shall include explanation of the implications of the common representation and the advantages and risks involved.

Rule 1.13(e) entitled "Organization as Client" states that:

(e) A lawyer representing an organization may also represent any of its directors, officers, employees, members, shareholders or other constituents, subject to the provisions of Rule 1.7. If the organization's consent to the dual representation is required by Rule 1.7., the consent shall be given by an appropriate official of the organization other than the individual who is to be represented, or by the shareholders.

Based on the facts as presented, the Panel opines that the inquiring attorney may continue to represent Client B since the representation of Client B is not directly adverse to or materially limited by the lawyer's responsibility to Client B.

The Panel's guidance is restricted to interpretations of the Rules of Professional Conduct and does not extend to issued under the State Ethics Code or any other rules, regulations or laws that may have bearing on the issues raised by this inquiry.