

1 **Rule 31.16 Registration of house counsel.**

2 **31.16(1)** *Who must register.* A lawyer who is not admitted to practice law in
3 Iowa, but who is admitted to practice law in another United States jurisdiction
4 or is a foreign lawyer, and who has a continuous presence in this jurisdiction
5 and is employed as a lawyer by an organization as permitted pursuant to Rule
6 32:5.5(d)(1) of the Iowa Rules of Professional Conduct, the business of which is
7 lawful and consists of activities other than the practice of law or the provision
8 of legal services, ~~shall~~ must register as house counsel within 90 days of the
9 commencement of employment as a lawyer or, if currently so employed, then
10 within 90 days of the effective date of this rule. For purposes of rule 31.16~~7~~:

11 a. “United States jurisdiction” includes the District of Columbia and any
12 state, territory, or commonwealth of the United States.

13 b. A “domestic lawyer” is a lawyer admitted to practice law in the District of
14 Columbia, or in any state, territory, or commonwealth of the United States.

15 c. A “foreign jurisdiction” is any jurisdiction that is not a United States
16 jurisdiction.

17 d. A “foreign lawyer” is a member in good standing of a recognized legal
18 profession in a foreign jurisdiction, the members of which are admitted to
19 practice as lawyers or counselors at law or the equivalent and are subject to
20 effective regulation and discipline by a duly constituted professional body or a
21 public authority.

22 **31.16(2)** *Procedure for registering.* The lawyer ~~shall~~ must submit to the
23 Office of Professional Regulation of the Supreme Court of Iowa the following:

24 a. A domestic lawyer, a completed application in the form the office of
25 professional regulation prescribes.

26 b. If a foreign lawyer, a foreign-licensed attorney application with the
27 National Conference of Bar Examiners through its online character and fitness
28 application process. The applicant must pay the investigative fee the National
29 Conference of Bar Examiners requires at the time of filing the application.

30 b.c. A nonrefundable application fee in the amount of \$500 payable to the
31 Iowa board of law examiners.

32 ed. A \$200 client security assessment payable to the Client Security
33 Commission.

34 de. Documents proving admission to practice law and current good standing
35 in all jurisdictions, United States and foreign, in which the lawyer is admitted
36 to practice law.

37 ef. A certificate from the disciplinary authority of each jurisdiction of
38 admission, United States and foreign, stating that the lawyer has not been
39 suspended, disbarred, or disciplined and that no charges of professional
40 misconduct are pending; or a certificate that identifies any suspensions,
41 disbarments, or other disciplinary sanctions that have been imposed upon the
42 lawyer, and any pending charges, complaints, or grievances.

43 g. If the jurisdiction is foreign and the documents are not in English, the
44 lawyer must submit an English translation and satisfactory proof of the
45 accuracy of the translation.

Proposed amendments

1 *fh.* An affidavit from an officer, director, or general counsel of the employing
2 entity attesting as follows:

3 (1) The entity will be employing the lawyer;_

4 (2) To the best of its knowledge the lawyer has been lawfully admitted to
5 practice and is a lawyer in good standing in another United States or foreign
6 jurisdiction;_

7 (3) To the best of its knowledge the lawyer has not been disbarred or
8 suspended from practice in any jurisdiction, United States or foreign, and has
9 never been convicted of a felony;_

10 (4) While serving as counsel, the lawyer will perform legal services solely for
11 the corporation, association, or other business, educational, or governmental
12 entity, including its subsidiaries and affiliates;_

13 (5) While serving as counsel, the lawyer will not provide personal legal
14 services to the entity's officers or employees, except regarding matters directly
15 related to their work for the entity and only to the extent consistent with rule
16 32:1.7 of the Iowa Rules of Professional Conduct. Foreign lawyers may not
17 provide any legal services to the entity's officers or employees;_

18 (6) The corporation, association, or other business, educational, or
19 governmental entity is not engaged in the practice of law or provision of legal
20 services;_ ~~and.~~

21 (7) The entity will promptly notify the Client Security Commission of the
22 termination of the lawyer's employment.

23 *gi.* Any other document the supreme court requires to be submitted.

24 **31.16(3)** *Scope of authority of registered lawyer.*

25 *a.* A lawyer registered under this rule ~~shall have~~has the rights and privileges
26 otherwise applicable to members of the bar of this state with the following
27 restrictions:

28 (1) The registered lawyer is authorized to provide legal services to the entity
29 client or its organizational affiliates, including entities that control, are
30 controlled by, or are under common control with the employer, and, except for
31 foreign lawyers, ~~for~~to employees, officers, and directors of such entities, but
32 only on matters directly related to their work for the entity and only to the
33 extent consistent with rule 32:1.7 of the Iowa Rules of Professional Conduct;
34 ~~and.~~

35 (2) The registered lawyer ~~shall~~ may not:

36 1. Except as otherwise permitted by the rules of this state, appear before a
37 court or any other tribunal as defined in rule 32:1.0(m) of the Iowa Rules of
38 Professional Conduct. Registration under this rule does not authorize a lawyer
39 to provide services to the employing entity for which pro hac vice admission is
40 required. A lawyer registered under this rule must therefore comply with the
41 requirements for pro hac vice admission under rule 31.14 for any appearances
42 before a court or any administrative agency;_ ~~or.~~

43 2. Offer or provide legal services or advice to any person other than as
44 described in rule 31.16(3)(a)(1), or hold himself or herself out as being

Proposed amendments

1 authorized to practice law in this state other than as described in rule
2 31.16(3)(a)(1).

3 3. If a foreign lawyer, provide advice on the law of this state or another
4 United States jurisdiction or of the United States except on the basis of advice
5 from a lawyer who is duly licensed and authorized to provide such advice.

6 *b.* Notwithstanding the provisions of rule 31.16(3)(a), a lawyer registered
7 under this rule is authorized to provide pro bono legal services through an
8 established not-for-profit bar association, pro bono program or legal services
9 program, or through such organization(s) specifically authorized in this state.
10 This provision does not apply to foreign lawyers registered under this rule.

11 *c.* A lawyer registered under this rule ~~shall~~ must:

12 (1) File an annual statement and pay the annual disciplinary fee as Iowa
13 Court Rules 39.5 and 39.8 require;_

14 (2) ~~Commencing January 1, 2013, fulfill~~ Fulfill the continuing legal
15 education attendance, reporting, and fee payment requirements set forth in
16 rules 41.3 and 41.4. However, a lawyer ~~shall~~ is not be required to comply with
17 the continuing legal education attendance requirements set forth in rule 41.3
18 for the calendar year in which the lawyer first registered as house counsel
19 under this rule; ~~and~~.

20 (3) Report to the office of professional regulation within 90 days the
21 following:

22 1. Termination of the lawyer's employment as described in rule 31.16(2)(~~fh~~);

23 2. Whether or not public, any change in the lawyer's license status in
24 another jurisdiction, United States or foreign; and

25 3. Whether or not public, any disciplinary charge, finding, or sanction
26 concerning the lawyer by any disciplinary authority, court, or other tribunal in
27 any jurisdiction, United States or foreign.

28 **31.16(4) Local discipline.** A registered lawyer under this section ~~shall be~~ is
29 subject to the Iowa Rules of Professional Conduct and all other laws and rules
30 governing lawyers admitted to the active practice of law in this state. The Iowa
31 Supreme Court Attorney Disciplinary Board has and ~~shall~~ will retain
32 jurisdiction over the registered lawyer with respect to the conduct of the lawyer
33 in this state or another jurisdiction to the same extent as it has over lawyers
34 generally admitted in this jurisdiction.

35 **31.16(5) Automatic termination.** A registered lawyer's rights and privileges
36 under this section automatically terminate when:

37 *a.* The lawyer's employment terminates;

38 *b.* The lawyer is suspended or disbarred from practice in any jurisdiction,
39 United States or foreign, or any court or agency before which the lawyer is
40 admitted; or

41 *c.* The lawyer ~~fails to maintain~~ no longer maintains active status in at least
42 one jurisdiction, United States or foreign.

43 **31.16(6) Reinstatement.** A registered lawyer whose registration is terminated
44 under rule 31.16(5)(a) above, may be reinstated within 180 days of termination
45 upon submission to the office of professional regulation all of the following:

Proposed amendments

1 a. An application for reinstatement in a form the office of professional
2 regulation prescribes;_

3 b. A reinstatement fee in the amount of \$100; ~~and~~_

4 c. An affidavit from the current employing entity as prescribed in rule
5 31.16(2)(~~fh~~).

6 **31.16(7) Sanctions.** A lawyer under this rule who fails to register ~~shall~~ will
7 be:

8 a. Subject to professional discipline in this state;_

9 b. Ineligible for admission on motion in this state;_

10 c. Referred by the office of professional regulation to the Iowa Supreme
11 Court Attorney Disciplinary Board; ~~and~~_

12 d. Referred by the office of professional regulation to the disciplinary
13 authority of the jurisdictions of licensure, United States or foreign.

14 **31.16(8) Court's discretion.** The supreme court ~~shall have~~ has the discretion
15 to grant or deny an application or to revoke a registration. The court may
16 procure the character investigation services of the National Conference of Bar
17 Examiners, at the lawyer's expense, in any matter in which substantial
18 questions regarding the lawyer's character or fitness to practice law are
19 implicated. The character investigation services will be procured for all foreign
20 lawyer applicants at the applicants' expense. The director of the office of
21 professional regulation ~~shall~~ must issue a certificate of registration upon the
22 supreme court's approval of the application.

23 **31.16(9) Duration of registration—credit toward admission on motion.**

24 a. Domestic lawyer. A domestic lawyer may practice law in Iowa under this
25 registration provision for a period of up to five years. If the lawyer intends to
26 continue practicing law in Iowa, the lawyer must, prior to the expiration of the
27 five-year period, apply for admission on motion. See Iowa Ct. R. 31.12. The
28 filing of the application within the five-year period extends the registration
29 period until the lawyer is admitted or the application is denied. The period of
30 time the lawyer practices law in Iowa under the registration provisions of this
31 rule may be used to satisfy the duration-of-practice requirement under rule
32 31.12(3)(a).

33 b. Foreign lawyer. A foreign lawyer registered under this rule is not subject
34 to the five-year limit on house counsel practice and may remain in that status
35 subject to rule 31.16(5), withdrawal of the registration, or admission following
36 successful completion of the Iowa bar examination. The foreign lawyer is not
37 eligible for admission on motion based on practice while registered in Iowa.
38 The foreign lawyer may either remain as house counsel or may attempt to
39 establish academic equivalency allowing the lawyer to sit for the Iowa bar
40 examination. A foreign lawyer seeking to take the bar examination must:

41 (1) Obtain a scaled score of at least 80 on the Multistate Professional
42 Responsibility Examination (MPRE) before seeking permission to take the bar
43 examination. The MPRE score must be from an examination taken within
44 three years immediately preceding the filing date of the application.

Proposed amendments

1 (2) Provide an affidavit giving a detailed description of the lawyer's practice
2 while registered as house counsel and an estimate of how many hours per year
3 the lawyer engaged in the practice of law during that period.

4 (3) Provide an affidavit from an officer, partner, director, or general counsel
5 of the employing entity attesting that the foreign lawyer's affidavit is accurate
6 and that the foreign lawyer possesses the character and fitness to practice law
7 in Iowa.

8 (4) Submit the lawyer's credentials to an ABA-approved law school in this
9 state for a recommendation of what schedule of courses, if any, would render
10 the applicant educationally qualified to sit for the examination. The foreign
11 lawyer may then petition the court to approve the proposed course of study. If
12 the court approves the petition, the foreign lawyer must attach to the bar
13 application a copy of the law school dean's affidavit stating the foreign lawyer
14 successfully completed the approved course of study and is believed to be
15 educationally qualified to sit for the examination. The foreign lawyer will be
16 allowed to sit for the examination provided all other requirements are met.

17 **31.16(10)** *Lawyers registered under prior version of this rule.* A lawyer
18 registered under the prior version of this rule ~~shall~~ is not be required to register
19 again or pay the registration fee. The adoption of this rule ~~shall~~ does not affect
20 any existing five-year period for terminating registration as house counsel and
21 applying for admission on motion. That date ~~shall~~ will run from the date of the
22 lawyer's registration as house counsel. All other provisions of this rule ~~shall~~
23 apply.

24 **31.16(11)** *Denial of application or suspension of registration for failure to*
25 *comply with an obligation owed to or collected by the centralized collection unit of*
26 *the Iowa Department of Revenue.* The supreme court may deny a lawyer's
27 application for registration or suspend a lawyer's registration under this rule
28 for failure to comply with an obligation owed to or collected by the centralized
29 collection unit of the Iowa Department of Revenue. Rule 31.9(7) ~~shall govern~~
30 governs this procedure.

31 **31.16(12)** *Denial of application or suspension of registration for failure to*
32 *comply with an obligation owed to or collected by the College Student Aid*
33 *Commission.* The supreme court may deny a lawyer's application for
34 registration or suspend a lawyer's registration under this rule for failure to
35 comply with an obligation owed to or collected by the College Student Aid
36 Commission. Rule 31.9(6) ~~shall govern~~ governs this procedure.

37 **31.16(13)** *Denial of application or suspension of registration for failure to*
38 *comply with a support order.* The supreme court may deny a lawyer's
39 application for registration or suspend a lawyer's registration under this rule
40 for failure to comply with a support order. Rule 31.9(5) ~~shall govern~~ governs
41 this procedure.