

IN THE SUPREME COURT OF TENNESSEE
AT NASHVILLE

**IN RE: AMENDMENT TO RULE 7, SECTION 10.01,
RULES OF THE TENNESSEE SUPREME COURT**

ORDER

Filed: December 10, 2008

Tennessee Supreme Court Rule 7, Article X, governs the special or limited practice of law. The Court is considering adding a new section 10.01 to Article X, which would provide for the registration of in-house counsel. The proposed new section 10.01, set out in the attached Appendix, is based upon the American Bar Association's Model Rule for Registration of In-House Counsel.

The Court hereby publishes the proposed amendment for public comment and solicits written comments from the bench, the bar, and the public. The deadline for submitting written comments is Monday, March 9, 2009. Written comments should be addressed to:

Michael W. Catalano, Clerk
100 Supreme Court Building
401 Seventh Avenue North
Nashville, TN 37219-1407

The Clerk shall provide a copy of this order, including the attached Appendix, to LexisNexis and to Thomson-West. In addition, this order shall be posted on the Tennessee Supreme Court's website.

It is so ORDERED.

FOR THE COURT:

JANICE M. HOLDER, CHIEF JUSTICE

APPENDIX

PROPOSED NEW TENN. SUP. CT. R. 7, § 10.01

*(based upon the American Bar Association's Model Rule
for Registration of In-House Counsel, adopted August 2008)*

Sec. 10.01. Registration of In-House Counsel.

(a) A lawyer admitted to the practice of law in another United States jurisdiction who has a continuous presence in this jurisdiction and is employed as a lawyer by an organization, the business of which is lawful and consists of activities other than the practice of law or the provision of legal services, shall register as in-house counsel within 180 days of the commencement of employment as a lawyer or if currently so employed then within 180 days of the effective date of this rule, by submitting to the Board of Law Examiners the following:

- (i) A completed application in the form prescribed by the Board;
- (ii) A fee in the amount set by the Board pursuant to Article XI;
- (iii) Documents proving admission to practice law and current good standing in all jurisdictions in which the lawyer is admitted to practice law; and
- (iv) An affidavit from an officer, director, or general counsel of the employing entity attesting to the lawyer's employment by the entity and the capacity in which the lawyer is so employed, and stating that the employment conforms to the requirements of this rule.

(b) A lawyer registered under this section shall have the rights and privileges otherwise applicable to members of the bar of this jurisdiction with the following restrictions:

- (i) The registered lawyer is authorized to provide legal services to the entity client or its organizational affiliates, including entities that control, are controlled by, or are under common control with the employer, and for employees, officers and directors of such entities, but only on matters directly related to their work for the entity and only to the extent consistent with Tenn. Sup. Ct. R. 8, RPC 1.7; and
- (ii) The registered lawyer shall not:

(A) Except as otherwise permitted by the rules of this jurisdiction, appear before a court or any other tribunal as defined in Tenn. Sup. Ct. R. 8, RPC 1.0(n), or

(B) Offer or provide legal services or advice to any person other than as described in paragraph (b)(i), or hold himself or herself out as being authorized to practice law in this jurisdiction other than as described in paragraph (b)(i).

(c) Notwithstanding the provisions of paragraph (b) above, a lawyer registered under this section is authorized to provide pro bono legal services through an established not-for-profit bar association, pro bono program or legal services program or through such organization(s) specifically authorized in this jurisdiction.

(d) A lawyer registered under this section shall:

(i) Pay all annual fees payable by active members of the bar;

(ii) Fulfill the continuing legal education requirements that are required of active members of the bar;

(iii) Report to the Board, within 30 days, the following:

(A) Termination of the lawyer's employment;

(B) Whether or not public, any change in the lawyer's license status in another jurisdiction, including by the lawyer's resignation;

(C) Whether or not public, any disciplinary charge, finding, or sanction concerning the lawyer by any disciplinary authority, court, or other tribunal in any jurisdiction.

(e) A registered lawyer under this section shall be subject to Tenn. Sup. Ct. R. 8 (Rules of Professional Conduct) and all other laws and rules governing lawyers admitted to the active practice of law in this jurisdiction. The Board of Professional Responsibility has and shall retain jurisdiction over the registered lawyer with respect to the conduct of the lawyer in this or another jurisdiction to the same extent as it has over lawyers generally admitted in this jurisdiction.

(f) A registered lawyer's rights and privileges under this section automatically terminate when:

(i) The lawyer's employment terminates;

(ii) The lawyer is suspended or disbarred from practice in any jurisdiction or any court or agency before which the lawyer is admitted; or

(iii) The lawyer fails to maintain active status in at least one jurisdiction.

(g) A registered lawyer whose registration is terminated under paragraph (f)(i) above, may be reinstated within 180 days of termination upon submission to the Board of the following:

- (i) An application for reinstatement in a form prescribed by the Board;
 - (ii) A reinstatement fee set by the Board pursuant to Article XI;
 - (iii) An affidavit from the current employing entity as prescribed in paragraph (a)(iv).
- (h) A lawyer under this rule who fails to register shall be:
- (i) Subject to professional discipline in this jurisdiction;
 - (ii) Ineligible for admission pursuant to Article V of this rule;
 - (iii) Referred by the Board of Law Examiners to the Board of Professional Responsibility; and
 - (iv) Referred by the Board to the disciplinary authority of the jurisdictions of licensure.