CORPORATE COUNSEL ASSOCIATION OF MINNESOTA

AFFILIATED WITH THE MINNESOTA STATE BAR ASSOCIATION

100 Minnesota Federal Building • Minneapolis, Minnesota 55402

January 27, 1976

Mr. John McCarthy
Clerk of Minnesota Supreme Court
State Capitol
Aurora and Park Avenue
St. Paul, Minnesota 55155

Re: Minnesota Supreme Court
Order No. 45298

Dear Mr. McCarthy:

You will please find enclosed herewith ten copies of a Petition Of Amicus made on behalf of the Corporate Counsel Association of Minnesota and specifically addressed to the restricted attorney status authorized by the Supreme Court's Order No. 45298.

Thank you very much for your kind courtesies in accepting and filing this Petition.

Very truly yours,

CORPORATE COUNSEL ASSOCIATION OF MINNESOTA

Donald R. Herbert

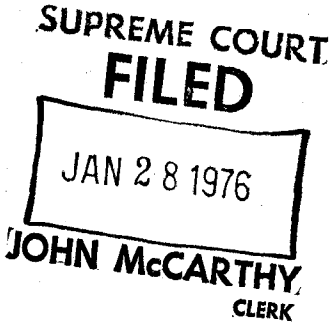
DONALD R. HERBERT
President
ds

enc.

No. 45298

STATE OF MINNESOTA

IN SUPREME COURT



IN RE Rules Relating to Continuing Professional Education.

PETITION OF AMICUS

BOARD OF DIRECTORS OF THE
CORPORATE COUNSEL ASSOCIATION OF MINNESOTA

on behalf of its Members

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No. 45298

STATE OF MINNESOTA

IN SUPREME COURT

IN RE Rules relating to
Continuing Professional
Education.

STATEMENT OF THE CASE AND ITS FACTS

By its Order of Promulgation No. 45298, dated April 3, 1975, the Court adopted Rules Relating to Continuing Legal Education for the Bar of the State. As relevant to this Petition, Rule 3 thereof provides, inter alia, that:

> "Any registered attorney duly admitted to practice in this state who desires restricted status as hereinafter defined shall so indicate in the space provided in his annual registration statement. A restricted attorney shall not be required to maintain the educational requirements provided by these rules. Other than himself, he may not represent any person in any legal matter or proceedings within the State of Minnesota except a full-time employer..."

Petitioner Association is a Minnesota corporation not-for-profit, which is also an Affiliated Association of the Minnesota State Bar Association and participates as such in the activities of that Association but does not represent the Minnesota State Bar Association in submitting this Petition. On October 4, 1974, Petitioner timely filed with the Court a Brief of Amicus (Exhibit 1, attached) in response to the invitation of the Court to be provided with comments relative to

its then current deliberations concerning the promulgation of rules regarding Continuing Legal Education. That Brief did not, by its terms or the intentions with which it was submitted, seek separate or privileged status for the members of the Bar who are members of Petitioner Association or for anyone similarly situated. Nevertheless, the Rules as finally promulgated appear to define members who have a single full-time employer as a separate and distinct class, entitled to claim exemption from the rules regarding continuing professional education applicable to members of the Bar generally though performing professional services equivalent in scope and professional content to attorneys to whom no such exemption is available under the Rules. Petitioner can only conclude that this was intended to be responsive to, or in consideration of, the representations made in Petitioner's Brief, aforesaid.

Following Promulgation of said Rules by the Court, Petitioner, by the Board of Directors of the Association, received solicited and unsolicited comments from Association members concerning the eligibility for exemption from continuing educational requirements for lawyers employed by corporations, most (but not all) of the members of Petitioner Association being so employed. As a consequence of this intelligence and mindful of the unprecedented nature and leadership role of the Court and the Bar of this State with respect to continuing professional education,

the Petitioner Board of Directors resolved to and did poll in writing (Exhibit 2) the members of Petitioner Association upon the "single employer" exemption contained in Rule 3.

The responses to this poll were received and duly certified by the Secretary of Petitioner Association (Exhibit 3). Responses showed that out of 119 returned questionnaires, 110 members did not intend to claim "restricted" status whereas only 6 members intended to claim restricted status, 102 members believed that a corporation-employed lawyer should have the same continuing legal education requirements as a private practitioner whereas 16 did not, and 95 out of 119 returned questionnaires expressed a desire for Petitioner to petition this Court to rescind that part of Order No. 45298 reducing requirements for full-time corporate practitioners. Pursuant to the nature, plurality and consequent perceived mandate of these responses, the Petitioner Board of Directors unanimously resolved to submit this Petition to the Court, consistent with and in furtherance of the circumstances and Association procedures recited in the Brief of Amicus (Ex. 1, pp. 1 & 2) heretofore respectfully submitted to the Court on this subject.

REPRESENTATIONS AND RECOMMENDATIONS

Two considerations, believed by Petitioner to be of different weighting in the deliberations and conclusions of its constituency, are apparently reflected by the overwhelming

expression of preference for elimination of exemption of lawyers who have only a single employer from the requirements applicable to members of the Bar generally. One deals with the interpretation and potential individual and interpretative effects of the exemption offered by the Rules. The other, believed far more persuasive and universal, is conceptual and relates to the responsibility of the entire Bar to the entire public which it is committed to serve.

As to the first issue, the Rules present certain practical and interpretative issues meriting some practical concern and attention. For example, if a lawyer is employed by a substantial corporation which has several operating subsidiaries, each with separate corporate existence, may the lawyer treat the parent and all subsidiaries as a single "full-time employer"? Does the lawyer's performance of professional services for more than one corporate entity, though they have wholly or partly a common ownership, disqualify the lawyer from eligibility for the exemption? Without regard to that question, if participation in Continuing Legal Education ("CLE") programs is not required for continued professional qualification of a lawyer employed full time by a corporation, would payment for professional education by the corporation under those circumstances constitute a proper use of corporate funds? Perhaps partially dependent upon the answer to that challenge is the question of whether the cost of CLE qualifications for a lawyer employed full time by a corpor-

tion would or should be treated as a form of taxable compensation to the lawyer, and whether it is properly tax deductible as a business expense of the employer. If the answers to these questions are to be resolved against the individual, the employer, or both, then two lawyers performing services of comparable responsibility and skill, one for a corporation and one as a partner in a law firm (and perhaps for the same corporate client) would receive significantly different cost and tax treatment from the same CLE courses.

The same effect can apparently occur outside the corporate context. A practitioner employed as an Associate by a law firm would appear to be potentially exempt by reason of having a single "full-time employer", just as would a lawyer employed by a corporation. His contemporary, a sole practitioner, would be required to satisfy CLE requirements. Upon admittance to partnership in his firm, the associate would lose the exemption and be available to clients despite the absence of prior CLE experience which, by the premise apparently underlying these rules, would otherwise have contributed to his professional competence. If this is so, may the partnership treat the Associate's CLE cost as an expense for tax and related purposes, and would the receipt of CLE benefits by the Associate be treated as a "fringe benefit", taxable to him or her? Would the result vary if the Associate's employer were a partnership or a Professional Corporation? In principle, should any employer be authorized, invited or permitted to employ an

individual to provide professional legal services without providing the CLE necessary to equate the employee's professional capabilities and future professional potential with those of his or her brethren outside the employment relationship? If, as we assume from these Rules, CLE can be expected to contribute to improved levels of professional knowledge and skills, can the profession or its present or future clientele afford to codify exemptions from its benefits based solely on the number of clients employing the lawyer; without regard to the social, economic or professional consequences of the lawyer's conduct.

Should any client with a full-time lawyer be entitled to any lesser quality of professional representation than a client who uses a lawyer only occasionally? Should the lawyer with several clients be required to charge them, in the aggregate, fees which contemplate the cost of achievement of CLE professional improvement, while the single-client lawyer need not incur those costs or include them in his charges? Will the profession, in toto, or its achievements, potentials or public recognition, be enhanced by such distinctions?

Petitioner respectfully submits, and believes a strong majority of its constituency has similarly concluded, that any such distinctions, however well-intentioned, will not serve well the profession, its members or the society it is pledged to serve and counsel. CLE can be required, it seems, only if it can be expected to contribute to the quality of the profession and its

services. Given that proposition, it would seem that no segment of the profession providing professional services to or affecting individuals or society should or can justifiably be excluded or exempted from the benefits and the obligations of CLE. In practical terms, these truths would seem to be self-evident.

A second consideration, of at least equal persuasiveness, is believed affected by the present option for exemption of single-employer attorneys. Rule 1, stating the Purpose of CLE standards declares that:

> "It is of primary importance to the members of the Bar and to the public that attorneys continue their legal education throughout the period of their active practice of law.***"

Petitioner is not aware that for any other professional purpose the qualifications, competence or professional responsibility of an attorney is measured or ameliorated by the number of clients who engage him or her for professional services. The period of active practice of law representing a single corporate client is, to the best of Petitioner's knowledge and belief, acceptable by the Court in consideration for admission to this State's Bar upon motion of an attorney admitted and experienced in another qualifying state. An individual not admitted or qualified to practice law in any State should hardly be encouraged to solicit, accept or engage in employment by a corporation whose fortunes will affect numerous employees and shareholders, when the Court holds the practitioner not qualified to represent any of those employees or shareholders individually.

As the Court is, of course, aware, the role of corporations in contemporary society is frequently significant and complex. The roles of their full-time counsel can be expected to have an effect upon them comparable to the effect attorneys with multiple clients have upon the destinies of those clients and, resultantly, upon the course, stability and growth of our society and economy. Petitioner is reliably informed that approximately 10% of the nation's lawyers are now employed by business corporations. It is the firm belief of Petitioner that these corporations, their shareholders and employees, the firms and individuals with whom they deal and whose lives and livelihoods will be affected by their conduct, are entitled to no lesser or less currently-informed professional advice than the citizen who seeks occasional professional representation for a claim based on tort or contract.

The single, full-time employer of a lawyer could, of course, conceivably be an individual, an industrial, financial or commercial corporation, an eleemosynary organization, an insurance company, a labor union, counsel under a closed-panel legal services plan, or perhaps a law firm. Petitioner can conceive of no reason why, assuming that CLE enhances professional competence, any of these clients or classes of clients should be entitled to any less effective professional standards or services than these Rules prescribe for the attorneys who will likely oppose them.

Certainly, the measure and scope of professional responsibility of attorneys are not necessarily different because a

lawyer has one client or two or more clients. Entities large and active enough to require the full-time services of one or more lawyers are, we respectfully submit, by definition likely to be large and significant enough to society to warrant and require the highest levels of professional competence and responsibility. Since judges, referees and attorneys serving as legal counsel in any governmental unit of our State are not qualified for exemption from CLE requirements (See Rule 3, Order No. 45298) then why should those full-time attorneys be exempt who represent the entities who are so often regulated, supervised and policed by the agencies of our State?

CONCLUSIONS AND PRAYER

It is the supposition of Petitioner that the Court may have initiated the exemption of full-time employees under Rule 3 wholly or partly in a spirit of responsiveness to the Brief heretofore submitted to the Court by Petitioner on this subject, and the issues presented therein. To any extent that this supposition may be accurate, Petitioner hereby expresses sincere appreciation and respect for that response.

However, full-time attorneys for single clients, or an association of clients with single ownership, are believed by Petitioner and an overwhelming majority of its constituents to owe no lower standard of competence or self-improvement to the society and economy intended to be served by our profession than any other practitioner in our profession. In candor,

Petitioner believes they have detected a sincere and serious question among its constitutency whether a CLE program requiring a tiny fraction of an attorney's annual professional attention can be expected to have a significant effect upon professional skills or accomplishments. Nevertheless, the Court and the Bar Association have concluded that the proposition has merit and warrants codification, and to the extent that proposition is valid it must have some universality of applicability.

It is the conclusion of Petitioner that this innovative experiment, if relevant to the qualifications of any members of our Bar, must also be at least equally relevant to its members who are full-time employees of corporations within our State, and whose professional concerns can often affect demonstrably and significantly our State's social and economic fabric and directions.

It is, therefore, respectfully recommended that the Court consider amendment or clarification of Rule 3, aforesaid, to apply to practitioners with single or corporate and other business clients' standards, requirements and professional expectations in no respect or degree less demanding than or different from those of any other Section or element of our distinguished Bar.

Respectfully submitted,

CORPORATE COUNSEL ASSOCIATION OF MINNESOTA, on behalf of its Board of Directors

By Donald R. Herbert
Donald R. Herbert, President

ATTEST:

Michel A. LaFond
Michel A. LaFond, Secretary

Date: January 27, 1976

EXHIBIT 1

No. 45298

STATE OF MINNESOTA

IN SUPREME COURT

IN RE Petition of Minnesota
State Bar Association
for Adoption of Rules
Regarding Continuing
Legal Education.

BRIEF OF AMICUS

BOARD OF DIRECTORS OF THE
CORPORATE COUNSEL ASSOCIATION OF MINNESOTA

on behalf of its Members

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Minneapolis, Minnesota 55402
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Michel A. LaFond
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Minneapolis, Minnesota 55402
Phone: (612) 333-2151

No. 45298

State of Minnesota

In Supreme Court

IN RE Petition of Minnesota
State Bar Association
for Adoption of Rules
Regarding Continuing
Legal Education.

STATEMENT OF THE CASE AND ITS FACTS

At its Annual Convention held in Duluth, Minnesota in June, 1974, the Minnesota State Bar Association, pursuant to the majority vote of the members of its Assembly, elected to recommend to the Supreme Court of the State of Minnesota the adoption of rules and procedures providing encouragement to continuing professional competence through required participation by members of the Bar in appropriate courses of continuing legal education, as a prerequisite to continuation of the privilege to practice law in this State. The Court, pursuant to that recommendation, has requested comments from the Bar. This submission is intended to be responsive to, and a part of, that proceeding.

The Corporate Counsel Association is a Minnesota corporation not-for-profit, which is also recognized as a Section of the Minnesota State Bar Association and participates as such in its activities. It presently has more than two hundred members, all of whom are members of the Minnesota Bar licensed to practice in the Courts of this State. It is governed by a Board of Directors of ten (10) members, elected by the members at its Annual Meeting, most recently held in June, 1974. Its By-Laws reserve the government of its affairs to its Board of Directors, and do not provide for direct action by

its members except at or in connection with its Annual Meeting, prescribed to be held in May or June of each calendar year but in any event in advance of the Convention of the Minnesota State Bar Association.

Following a meeting of the members held in Minneapolis, Minnesota, on September 25, 1974, addressed on this subject by Dean Douglas Heidenreich, of William Mitchell College of Law and formerly a member of the State Bar Committee on Continuing Professional Competence, the Board of Directors on behalf of the Corporate Counsel Association of Minnesota ("Petitioner", herein) convened at a meeting of the Board duly called for the purpose among others, and authorized and directed the presentation of this submission to the Court in this matter. It is submitted in the belief that it is consistent with the views of the membership of Petitioner, and of the particular professional functions and interests of that membership.

This submission is respectfully made with the intention that it may be of assistance to the Court in its deliberations and decisions in this Matter, and in the exercise of the professional responsibilities of this segment of the Minnesota Bar.

REPRESENTATIONS AND RECOMMENDATIONS

Petitioner hereby affirms the commitment of the constituency of this Section to the principles of continuing professional competence of all lawyers. Accepting for this purpose, without independently deciding upon, the principle that classroom education may be expected to preserve or improve the level of competence of attorneys at law, the particular attention of the Court is respectfully invited to the following con-

siderations, which are believed to be relevant to the type of practice characteristic of the members of the Corporate Counsel Association of Minnesota, but not necessarily exclusively so:

1. Because the nature of the practice of law for multi-state corporations typically involves substantial elements of Federal statutes and regulations and the laws of states other than the State of Minnesota, even for lawyers residing and practicing in that state, it is particularly important that courses in continuing legal education be qualified for accreditation within any minimum hours of study required, even though the subject matter is not limited to or even necessarily involved with the laws or regulations of the State of Minnesota or the rules of the Courts of that State. Accordingly, reputable curricula on subjects such as Federal Securities, Anti-Trust and Patent Law, and on particular categorical fields of state laws and regulations, all without limitation, should certainly be included within the scope of the subject matter eligible for accreditation.

2. Administrative procedures should be established, particularly during the commencement period of any newly adopted mandatory continuing legal education program, through which prompt determination of accreditation for Minnesota Bar purposes can be made. Many useful seminars of national attractiveness to interstate practitioners offer limited participation, on a first-come-first-served basis. Inability promptly to determine whether a given program will be accredited could preclude effective opportunities for participation and may generate disruptive can-

cellations to the disadvantage of the Bar generally.

3. Execution of a suitable representation by a particant of participation in a qualifying continuing legal education program and of the number of credit hours provided thereby should constitute prima facie compliance to the extent of the facts so represented. This should not bar a timely effort toward verifcation or refutation for good cause of any facts alleged, but any significantly more stringent initial evidentary requirements to establish compliance would seem inappropriate to the standards of character necessary for admission to the Bar. Creation of standards requiring unseemly verifications by Minnesota practioners in relation to programs conducted within or outside of this State would not, in our opinion, do credit to our State or its Bar.

4. There should be unqualified freedom of choice between courses offered within the State of Minnesota and those offered elsewhere, without regard to their location or sponsorship, if comparably relevant to the professional competence of the participants and faculty. Procedures should be established which do not impose oppressive requirements for accreditation by out-of-state sponsors of continuing legal education programs, lest worthy curricula may be disqualified for Minnesota lawyers by reason of an unwillingness or lack of sufficient motivation of out of state sponsors to undertake accreditation for Minnesota purposes.

5. Required subjects should not be specified, provided

other suitable and uniform professional criteria are satisfied. We believe it would be counter-productive, for example, to require a specialist in federal or multi-state law to attend classroom presentations on local subjects irrelevant to the fields of law in which he holds himself to be competent, particularly since it is improper for a lawyer to hold himself out to provide services in fields in which is not professionally equipped. Any such result would be contrary to the real interests of the citizens of Minnesota and to the profession in that, for example, attendance at a seminar on "no fault" divorce by a specialist in interstate commerce matters would neither contribute to his continuing competence in the matters in which he holds himself qualified nor of itself qualify him to represent a client in a divorce proceeding.

6. Criteria should be established by which a law firm or corporate legal staff could qualify for accreditation of in-house continuing legal education programs. Corporate legal practice frequently involves intensive sub-specialization in fields peculiarly relevant to the legal affairs of individual large clients such that generalized seminars cannot be expected to provide sufficiently selective opportunities for professional improvement. Proprietary, confidential and even secret material can be involved in the application of particular legal principles to ongoing identifiable client needs. Limitation of accreditation only to courses offered by academic or quasi-academic organizations would, we submit, be counter-productive to constructive competitive improvement of course quality and to truly meaningful improvement of professional competence in the field of law directly relevant

to the practice of many lawyers. Petitioner respectfully and specifically recommends against limitation of accreditation to sponsorship by law schools, continuing legal education agencies affiliated with law schools and other organizations whose principal function is the development and sponsorship of continuing legal education programs.

7. Consideration is respectfully invited to recommendation of voluntary participation in approved programs on professional ethics and the code of professional responsibility of the Minnesota Bar Association and the American Bar Association. It is respectfully submitted that the quality and public appreciation of the profession, as well as the conduct of its practitioners, in our opinion warrants deliberate attention to this subject. Historically, law school courses on this subject, even if well presented, are not fully understood in the context of the pressures and challenges later actually encountered in the practice of law. Petitioner respectfully submits that the Bar of Minnesota could appropriately demonstrate meaningful leadership in the profession by establishing within the context of continuing legal education this reemphasis upon professional responsibility and individual rededication to the principles of responsible professional conduct.

8. Examinations or other attempted devices to confirm the understanding, retention or application of legal principles presented in continuing legal education programs should not be adopted or required for any purpose, at least in the initial years of this pioneering program. Any such evaluatory process

could, it is submitted, be expected to generate warranted reaction against the concept of continuing legal education program; at least until there has been persuasively demonstrated a continuing relevance of academic methodology and measurement to the real requirements of the practice of law. It is further submitted that at this stage of the art it is far from clear that evaluations by professors of law would be accepted by practitioners any more charitably than the standards and views of the practitioners would necessarily be accepted by the educators. We do not believe that "grading" of graduates is in any way essential to the initial improvement of professional competence which is sought by this innovative proposed program.

The foregoing comments are not intended to be all-inclusive and are not presented in any intended order of importance. Petitioner is confident that the Court is mindful of the very significant burden which attends the establishment of professional requirements which may directly affect the quality of a lawyer's work and even the privilege to continue to practice law. It is respectfully submitted that the initial requirements and procedures should be in all cases as flexible and adaptive as circumstances permit, in order both to encourage results commensurate with the costs which will be involved and to encourage a sound foundation on which future refinements and improvements might be engrafted. An overly ambitious initial effort might not only be disruptive to the profession in this State and to individual practitioners but might also prove to be a disincentive to other bar associations to follow the course of leadership within the profession which the Minnesota State Bar Association has elected to pursue.

CAVEAT

Petitioner pledges responsible and participative involvement of the Corporate Counsel Association of Minnesota and its members in the development and implementation of a sound and constructive Continuing Legal Education program if this Court should conclude to adopt either a mandatory or voluntary program for that purpose. Petitioner nevertheless feels obliged to report to the Court the expressions of a significant number of the members of the Corporate Counsel Association and other members of the Minnesota Bar, that the meaning of the concept of continuing legal education as embodied within the proposals of the State Bar Association in this Matter are sufficiently imprecise to seem to allow procedures which could be extremely burdensome and individually very costly and harmful to the members of the Bar and, as a result, to their clientele. Petitioner reiterates confidence that this Court will not permit such consequences to occur and pledge their willingness to assist the Court in every appropriate manner toward the definition and implementation of a workable program which can realistically be expected to achieve continuing and improved professional competence for our profession.

Respectfully Submitted,

CORPORATE COUNSEL ASSOCIATION
OF MINNESOTA, on behalf of its
Board of Directors

By _____
Albert B. Perlin, President

Attest:

_____
Michel A. LaFond, Secretary

EXHIBIT 2

CORPORATE COUNSEL ASSOCIATION OF MINNESOTA

AFFILIATED WITH THE MINNESOTA STATE BAR ASSOCIATION

100 Minnesota Federal Building • Minneapolis, Minnesota 55402

TO: DIRECTORS AND OFFICERS
Corporate Counsel Association of Minnesota
c/o Michel A. LaFond, Secretary
Dorsey, Marquart, Windhorst, West & Halladay
1st National Bank Building
Minneapolis, Minnesota 55402

In response to the recent inquiry on behalf of the Association, I am a member of the Minnesota Bar, and I:

1. DO ☐ / DO NOT ☐ intend to claim "restricted" status as a lawyer under the new Continuing Legal Education requirements of the Supreme Court.

2. DO ☐ / DO NOT ☐ believe that a lawyer employed by a corporation should be required to comply with all of the Continuing Legal Education standards to be required of private practitioners.

3. DO ☐ / DO NOT ☐ believe that the Corporate Counsel Association should petition the Supreme Court to rescind the reduced requirements for Continuing Legal Education for lawyers who are full-time corporate employees, as now provided by Order No. 45298.

4. I AM ☐ / AM NOT ☐ a full-time employee of a corporation.

_____
Signature

_____
Firm or Corporation

(ALL RESPONSES WILL REMAIN CONFIDENTIAL, EXCEPT AS TO CATEGORY FOR STATISTICAL PURPOSES.)

EXHIBIT 3

DORSEY, MARQUART, WINDHORST, WEST & HALLADAY

2300 FIRST NATIONAL BANK BUILDING

MINNEAPOLIS, MINNESOTA 55402

(612) 340-2600
CABLE: DOROW
TELEX: 29-0605
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JONATHAN VILLAGE CENTER
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1468 W-FIRST NATIONAL BANK BUILDING
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115 THIRD STREET SOUTHWEST
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MICHEL A. LA FOND
(612) 340-2708

September 8, 1975

Mr. Donald R. Herbert
Attorney at Law
1400 Peavey Building
Minneapolis, Minnesota 55402

Re: Corporate Counsel Association
Questionnaire - Continuing Legal Education

Dear Don:

As we discussed several weeks ago, I have undertaken to tally and review the responses to the Continuing Legal Education questionnaire sent to the membership of the Corporate Counsel Association late last spring. The responses are summarized below:

Tally of Responses to Questionnaire of 6-5-75:

	Do	Do Not	Undecided	No Answer
Question 1:	6	110	1	2
Question 2:	102	16	0	1
Question 3:	92	25	0	2

	I Am	Am Not	Undecided	No Answer
Question 4:	95	23	0	1

Total Responses: 119

Conclusions of the Respondents:

Question 1: Out of 119 responses, 110 do not intend to claim "restricted" status. The restricted status might create the impression that corporate attorneys may be less than fully-qualified or even "second class attorneys." Over the long term, a label such as this may not be beneficial and in some fields of corporation law could be a real disservice since the corporation practice can be just as broad as that of the private

practitioner and even more so in some ways. A "restricted" label would also affect lawyers who practice in more than one state or who move from one state to another; it could raise problems of "professional privilege" and communications between lawyers and clients within the corporation. The general conclusions of the respondents are that this kind of labeling would be more disadvantageous than beneficial.

Question 2: 102 respondents feel that lawyers employed by corporations should be required to comply with all of the CLE standards to be required of private practitioners. 95 of the 119 responding lawyers are employed by or are officers of corporations. Some feel that lawyers should be allowed to take courses limited to their field of interest and that they should not be burdened with requirements for courses irrelevant to their practice.

Question 3: 92 out of 119 respondents do believe that the Corporate Counsel Association should petition the Supreme Court to rescind the reduced CLE requirements for lawyers who are full-time corporate employees. One lawyer feels that reducing the requirements is demeaning to lawyers' status. Another lawyer feels that formal seminars or other bar programs are time consuming and probably of less value than the company's own internal "CLE" program of keeping informed. A third respondent lawyer notes that corporations can hire out-of-state lawyers not required to be admitted in Minnesota and that the CLE would be placing Minnesota lawyers employed solely by such corporations under an extra requirement "compared to their fellow employees."

Question 4: 95 out of 119 lawyers responding are full-time employees of a corporation or corporations (or chief executive officers).

General Summary: The majority of the lawyers answering this questionnaire will not claim "restricted status." The majority feel that lawyers employed by corporations should be required to comply with the same requirements of CLE as private practitioners, and that the Corporate Counsel Association should petition the Supreme Court to rescind the reduced requirements for CLE for full-time corporate employees under Order No. 45298.

The responses received are enclosed.

Sincerely,

Michel A. LaFond

MAL:JJ
Encls.