
E-82-15 C/I: Representing a local educational district when firm member sits on board of directors

Question

May a law firm perform services for compensation for a local vocational, technical, and adult education district (VTAE) if a member of that firm serves on the district's board of directors, provided that full disclosure of the relationship is made to the board and further provides that the firm member who is a director does not participate in the decision to retain the firm?

Answer: Yes, under the conditions hereinafter stated.

Opinion

Without repeating the rules, the Ethics Committee wishes to call your attention to Supreme Court Rules 20.23, 20.24, 20.46, and 20.48—all of which are applicable to your question.

Furthermore, the member of the firm who is on the district board of directors is required to comply not only with the Code of Professional Responsibility, but also with secs. 19.45 and 946.13 of the Wisconsin Statutes, 1979-80.

Our opinion is that the firm may perform services for compensation for the VTAE district provided that:

1. the members of the firm, including the member who is serving on the board, make full disclosure to the VTAE Board;
2. that the firm member abstain from taking any part in the decision whereby the firm is retained; and
3. that the performance of the firm's duties to the VTAE Board will in no way be improperly affected by the fact that a member of the firm is likewise a member of the board.