

NEW HAMPSHIRE BAR ASSOCIATION

Corporate Billing for Legal Services

Ethics Committee Advisory Opinion #1982-3/21

February 22, 1983

Reviewed by Board of Governors March 17, 1983

Question:

A New Hampshire attorney is employed on the payroll of a corporation involved in title examinations and the rendition of services in connection with the transfer of real estate. The attorney's present duties are primarily in title searching. The corporation would like to also provide to participants in real estate transactions the services of document preparation, including purchase and sale agreements, deeds, mortgages, notes, and other documents related to such transactions.

May the attorney prepare such documents as an employee of the corporation and have the corporation bill for same in its name, or must the attorney bill under his individual attorney billhead and specifically identify himself as an attorney, even though all of his services are to be provided as an employee of the corporation?

Response:

DR 3-101(A) provides 'A lawyer shall not aid a non-lawyer in the unauthorized practice of law.' RSA Ch 311:11 prohibits corporations from drawing agreements or other legal documents, and from practicing law, with exceptions not here applicable.

The situation described appears to involve a corporation practicing law, regardless of how the bills for the legal services are rendered. The attorney involved would be acting as an employee of the corporation whether he uses a billhead with his name or that of the corporation on it; and accordingly, his conduct would not be consistent with the New Hampshire Code of Professional Responsibilities in either case. The Committee's conclusion is that the attorney should not prepare legal documents as an employee of the corporation.