

1 Rule 5.2. Responsibilities of a Subordinate Lawyer.

2 (a) A lawyer is bound by the Rules of Professional Conduct notwithstanding that the
3 lawyer acted at the direction of another person.

4 (b) A subordinate lawyer does not violate the Rules of Professional Conduct if that
5 lawyer acts in accordance with a supervisory lawyer's reasonable resolution of a
6 question of professional duty.

7 Comment

8 [\[1\]](#) Although a lawyer is not relieved of responsibility for a violation by the fact that
9 the lawyer acted at the direction of a supervisor, that fact may be relevant in
10 determining whether a lawyer had the knowledge required to render conduct a violation
11 of the Rules. For example, if a subordinate filed a frivolous pleading at the direction of a
12 supervisor, the subordinate would not be guilty of a professional violation unless the
13 subordinate knew of the document's frivolous character.

14 [\[2\]](#) When lawyers in a supervisor-subordinate relationship encounter a matter
15 involving professional judgment as to ethical duty, the supervisor may assume
16 responsibility for making the judgment. Otherwise a consistent course of action or
17 position could not be taken. If the question can reasonably be answered only one way,
18 the duty of both lawyers is clear and they are equally responsible for fulfilling it. If the
19 question is reasonably arguable, someone has to decide upon the course of action.
20 That authority ordinarily reposes in the supervisor, and a subordinate may be guided
21 accordingly. For example, if a question arises whether the interests of two clients
22 conflict under Rule 1.7, the supervisor's reasonable resolution of the question should
23 protect the subordinate professionally if the resolution is subsequently challenged.

24