



OFFICE OF DISCIPLINARY COUNSEL

January 29, 2016

**BY FIRST-CLASS AND CERTIFIED
MAIL NO. 9414726699042060243255**

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William B. Haseltine, Esquire
1629 K Street, N.W.
Suite 300
Washington, D.C. 20006

Re: *In re William B. Haseltine, Esquire*
(D.C. Bar Registration No. 472906)
Bar Docket No. 2015-D250

Dear Mr. Haseltine:

This office has completed its investigation of the above-referenced matter. We find that your conduct reflected a disregard of certain ethical standards under the District of Columbia Rules of Professional Conduct (the "Rules"). We are, therefore, issuing you this Informal Admonition pursuant to D.C. Bar Rule XI, §§ 3, 6, and 8.

You represented a consultant in a dispute with an Arizona based company that was acquired by a Delaware corporation (hereinafter "Company"). The Company is a reporting issuer under the Securities Exchange Act of 1934, as amended, and has its common shares quoted on the OTCQB, operated by OTC Markets Group, Inc. Prior to engaging in the private practice of law, you were employed by the SEC. In the webpage for your law firm, you highlight your past employment at the SEC, including the positions you held and the nature of your work as an SEC lawyer.

In representing the consultant in his dispute with the Company, you left voice messages, sent an e-mail and wrote a letter in which you threatened to take certain action if the Company did not respond to you and your client's demands. Initially, you left a voice mail for the Company's President and CEO, telling him that if he did not return your calls, you would go to the SEC or the over-the-counter markets pink sheets. You stated that you could "can get either one of them up-in-arms real quick. Maybe both of them."

When you did not hear back, you sent the Company's President an e-mail stating that because the Company had not responded to your calls, you would move forward by "call[ing] an old friend in Small Business at the SEC tomorrow. Referrals to Enforcement are next." You then set forth your belief that the Company had failed to make required disclosures in its latest Form 8-K (current report), and stated "Tomorrow morning is my first call to the SEC."

You subsequently sent the Company's President a letter that stated a negotiated settlement with your client would "avoid for now any potential SEC investigation and forestall for now the commencement of civil litigation." You listed what you believed were late or misleading filings the Company made and stated:

SEC Referral. I spoke with my friend and former colleague at the SEC in the Small Business Office of the Division of Corporation Finance, who agreed based on his limited factual knowledge that the [Consulting Agreement] was definitely material and should have been disclosed in recent filings. He said I should make a formal referral to the Office of Whistleblower, which is the way he would refer the company to the Enforcement Division. If this is done and an SEC investigation is begun, the ramifications are self-evident. We obviously have no ill wishes for the company so this would seem to be best for all concerned, and further action may only be commenced if you continue to ignore us.

The Company perceived your messages, e-mail and letter as a form of intimidation and extortion. The Company understood that if it did not accede to your demands and those of your client, you would use your connections at the SEC to "cause negative consequences for the Company." The Company complained to our office.

In your response to the Company's complaint, you denied any wrongdoing. You contended that your references to the SEC and its staff "nowhere include mention of seeking disciplinary charges" against the Company.

Disciplinary Counsel finds that your communications with the Company violated Rules 8.4(e) and (g). You invoked your past relationship with the SEC and continuing friendship and connections with SEC staff to "state or imply an ability to influence improperly a government agency or official" in violation of Rule 8.4(e). Further, your statements that you would report the Company, including to the Enforcement Division of the SEC, violated Rule 8.4(g), as you threatened to seek disciplinary charges solely to obtain an advantage in a civil matter. That your threats were not successful is not a defense.

This letter constitutes an Informal Admonition pursuant to D.C. Bar Rule XI, §§ 3, 6, and 8, and is public when issued. Please refer to the attachment to this letter of Informal Admonition for a

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statement of its effect and your right to have it vacated and have a formal hearing before a hearing committee.

If you would like to have a formal hearing, you must submit a written request for a hearing to the Office of Disciplinary Counsel, with a copy to the Board on Professional Responsibility, within 14 days of the date of this letter, unless Disciplinary Counsel grants an extension of time. If a hearing is requested, this Informal Admonition will be vacated, and Disciplinary Counsel will institute formal charges pursuant to D.C. Bar Rule XI, § 8(c). The case will then be assigned to a Hearing Committee, and a hearing will be scheduled by the Executive Attorney for the Board on Professional Responsibility pursuant to D.C. Bar Rule XI, § 8(d). Such a hearing could result in a recommendation to dismiss the charges against you or a recommendation for a finding of culpability, in which case the sanction recommended by the Hearing Committee is not limited to an Informal Admonition.

Sincerely,

Wallace E. Shipp, Jr.
Disciplinary Counsel

Enclosure: Attachment to Letter of Informal Admonition

cc (w/o Encl.): Mr. Jon N. Leonard

WES:JLP