DISTRICT OF COLUMBIA COURT OF APPEALS
BOARD ON PROFESSIONAL RESPONSIBILITY
AD HOC HEARING COMMITTEE

In the Matter of:	:	
	:	
JEAN M. ROBINSON,	:	
	:	Board Docket No. 23-BD-039
Petitioner.	:	Disc. Docket No. 2023-D134
	:	
A Suspended Member of the Bar of the District of Columbia Court of Appeals (Bar Registration No. 484954)	:	

REPORT AND RECOMMENDATION OF THE AD HOC HEARING COMMITTEE

This is a contested proceeding on Jean M. Robinson's ("Petitioner") Petition for Reinstatement (the "Petition") filed on September 13, 2023. Petitioner was admitted to the District of Columbia Bar on February 6, 2004, but was suspended from the practice of law on June 3, 2019, following the D.C. Court of Appeal's approval of Petitioner's negotiated disposition with an agreed upon sanction of an 18-month suspension with a fitness requirement. *See In re Robinson*, 207 A.3d 169 (D.C. 2019) (per curiam). Petitioner's suspension primarily resulted from "intentionally prejudicing her client in the course of the attorney-client relationship, revealing client confidences or secrets, and acting with dishonesty, fraud, deceit or misrepresentation." *Id.*

Based on the Petition, the Office of Disciplinary Counsel's ("ODC's") Answer, the testimony elicited and exhibits admitted at the evidentiary hearing held for this matter on February 28, 2024, the Supplemental Affidavit submitted by

Petitioner at the request of this Ad Hoc Hearing Committee, the additional evidentiary hearing held on September 27, 2024 and the post-hearing briefs submitted by the parties, this Ad Hoc Hearing Committee concludes that Petitioner has not met her burden of proving, by clear and convincing evidence, that she is presently fit to resume the practice of law under D.C. Bar R. XI, § 16(d) and the factors enumerated by *In re Roundtree*, 503 A.2d 1215 (D.C. 1985) ("*Roundtree*").

I. PROCEDURAL HISTORY

A. *Prior Disciplinary Proceedings*

ODC and Petitioner filed an Amended Petition for Negotiated Discipline on October 30, 2018. *See* DCX 9.[1] Petitioner admitted that she violated the following Virginia Rules of Professional Conduct: 1.3(c) (intentionally prejudicing or damaging a client during the course of the professional relationship), 1.6(a) (revealing client confidences or secrets), and 8.4(c) (dishonesty, fraud, deceit or misrepresentation which reflects adversely on the lawyer's fitness to practice law). *Id.* at 4. The parties agreed to a negotiated discipline of an 18-month suspension with a fitness requirement for the stipulated misconduct. *Id.* at 5.

After a limited hearing on December 12, 2018, a prior Ad Hoc Hearing Committee issued its Report and Recommendation recommending approval of the Amended Petition for Negotiated Discipline. DCX 10 at 5; *see generally* DCX 10.

[1] Exhibits offered by ODC will be referred to as "DCX" and exhibits offered by Petitioner will be referred to as "PX."

On May 2, 2019, the Court of Appeals issued its decision approving the negotiated disposition. *See Robinson*, 207 A.3d at 169-170.

As described in Finding of Fact ("FF") 2 below, prior to her move to the District of Columbia area, Petitioner was suspended from the practice of law in Wisconsin in 1987 for one year for altering her law school transcript, furnishing that transcript to prospective employers and continuing to make false statements regarding her academic record after being terminated from her original employment.

B. ***The Instant Proceedings***

Petitioner filed the Petition on September 13, 2023. ODC filed its Answer on December 13, 2023, taking no position on Petitioner's reinstatement and requesting a hearing, making the Petition contested pursuant to Board Rule 9.7(a). On February 28, 2024, an evidentiary hearing was held before this Ad Hoc Hearing Committee ("the Hearing Committee"), consisting of Sheila J. Carpenter, Esquire (Chair), Anthony E. Bell (Public Member), and Joshua M. Levin, Esquire (Attorney Member). Petitioner was present and was represented by Hilary LoCicero, Esquire, Lloyd Liu, Esquire, and Zachary Lee, Esquire, of BLL LLP. ODC was represented by Assistant Disciplinary Counsel Jelani C. Lowery, Esquire, and Assistant Disciplinary Counsel Mariah K. Shaver, Esquire. Both parties presented documentary evidence and filed post-hearing briefs. Petitioner offered her own testimony and the testimony of two other witnesses. The following exhibits offered by Petitioner were admitted into evidence: PX 5, 6, 10,

11, 13, 14, 15, 18, 23, 27, 30. The following exhibits offered by ODC were admitted into evidence: DCX 9, 10.

Subsequent to the briefing in this matter, on May 28, 2024, the Hearing Committee directed Petitioner to file:

> [A] supplemental sworn statement explaining whether, after her position for the General Board of Church and Society concluded in 1990, there were applicable exceptions that allowed her to practice law in D.C. prior to 2004 or in Virginia at any time (except for advising Source America from 2008 until her termination in 2014) [and identifying] where Petitioner had her law office(s) when she had a solo law firm from 1996 to 2014.

Petitioner filed her Supplemental Affidavit on June 3, 2024. The Hearing Committee held an additional evidentiary hearing on September 27, 2024, because it had questions about the information provided in that Affidavit.

II. LEGAL STANDARD

To be reinstated, Petitioner bears the burden of proving — by clear and convincing evidence — that: (a) she "has the moral qualifications, competency, and learning in law required for readmission;" and (b) her "resumption of the practice of law . . . will not be detrimental to the integrity and standing of the Bar, or to the administration of justice, or subversive to the public interest." D.C. Bar R. XI, § 16(d)(l). Clear and convincing evidence is more than a preponderance of the evidence — it is '"evidence that will produce in the mind of the trier of fact a firm belief or conviction as to the facts sought to be established."' *In re Cater*, 887 A.2d 1, 24 (D.C. 2005) (quoting *In re Dortch*, 860 A.2d 346, 358 (D.C. 2004)

(citation omitted)). *Roundtree* remains the seminal precedent in this area, identifying five nonexclusive factors guiding any reinstatement determination:

> (1) the nature and circumstances of the misconduct for which the attorney was disciplined;
>
> (2) whether the attorney recognizes the seriousness of the misconduct;
>
> (3) the attorney's [post-discipline] conduct . . . including steps taken to remedy past wrongs and prevent future ones;
>
> (4) the attorney's present character; and
>
> (5) the attorney's present qualifications and competence to practice law.

503 A.2d at 1217.

Based on the following findings of fact and conclusions of law, in light of the *Roundtree* factors and the evidence before the Hearing Committee, we find that Petitioner's prior misconduct was quite serious but she has established that 1) she recognizes, and is remorseful for, her sanctioned misconduct; 2) she attempted to mitigate the harm done to her client by her disloyalty; and 3) she is competent to practice law. The Hearing Committee stumbles, however, at the fourth Roundtree factor — her present character. She has had multiple instances of dishonesty in her past, and her testimony before the Hearing Committee, while not provably false, was not always candid. Therefore, we find that on the present record, she has failed to establish by clear and convincing evidence that she is fit to resume the practice of law and, as explained at length below, we recommend that her Petition be denied.

III. FINDINGS OF FACT

1. Petitioner graduated from law school at the University of Wisconsin in 1985. Tr. 113. She became a member of the Wisconsin Bar in 1985. Tr. 115.

2. Petitioner encountered the Wisconsin Bar disciplinary system after engaging in serious dishonesty regarding her law school record:

> Attorney Robinson intentionally misrepresented to a prospective employer her grade point average, class rank and placement on the dean's list in law school and, after being employed, furnished that employer with a certified law school transcript on which she had altered grades received. When the employer discovered the misrepresentations shortly after she commenced work, her employment was terminated.
>
> In attempting to obtain employment with another employer, Attorney Robinson made false statements concerning her grade point average, placement on the dean's list and her prior employment and termination. When the Board was informed of these misrepresentations, it directed inquiries to Attorney Robinson. In her response to those inquiries, she misrepresented the place of her residence, her employment status with the second employer and the identity of the individual who had altered the transcript—she initially said it had been altered by a friend; in fact, she had done it.

In re Disciplinary Procs. Against Robinson, 411 N.W.2d 137, 137-38 (Wis. 1987) (per curiam). For these offenses she was suspended for a year with automatic reinstatement. Tr. 154-55, 199.

3. Petitioner became a member of the District of Columbia Bar on February 6, 2004, and was assigned Bar Number 484954. *In re Robinson*, Board Docket No. 18-ND-004, at 3 (HC Rpt. Jan. 22, 2019).

4. Petitioner first worked in the District of Columbia from 1988 to 1990, when she served as the Chief Financial Officer and Advocate for the United

Methodist Board of Church and Society in Washington, D.C. This job did not involve the practice of law. Tr. 115-16; 321, 339-340. Her next position was as General Counsel for Goodwill. Tr. 117. Petitioner testified that she was with Goodwill for five years but she joined the law firm of Jackson, Lewis, Schnitzler & Krupman in Washington, D.C. in or around 1994 and worked there until 1996. Tr. 117, 321-22, 331; Pet'r's Am. Proposed Finding of Fact ("PFF") 3, Oct. 30, 2024.[2] From 1996 to 2014, she practiced law both in the District and Virginia through her own solo law firm, The Law Offices of Jean M. Robinson PLLC, from her Lorton, Virginia home. Tr. 232-34, 331; Pet'r's Am. PFF 3; Supplemental Aff. at 1, ¶ 4. She did so without becoming a member of the Virginia Bar. Tr. 331-35.

5. From October 1999 through June 2014, Petitioner served as outside General Counsel and, starting in 2007, in-house General Counsel and Chief Compliance Officer ("CCO") for SourceAmerica, a 501(c)(3) nonprofit organization headquartered in Vienna, Virginia. Petition at 2, ¶ 9.i.b; Pet'r's Br. at 2 (PFF 3).

6. As in-house General Counsel for SourceAmerica, Petitioner obtained a Virginia corporate counsel certificate in 2008. Rule 1A:5 of the Rules of the

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[2] At the September 27, 2024 hearing, counsel for Petitioner requested permission to file an amended proposed finding of fact clarifying Petitioner's dates of employment which had been less than clear at the initial hearing. Tr. 403-06. Petitioner filed a letter attaching the Amended Proposed Finding of Fact on October 30, 2024. Counsel for ODC did not object and the Hearing Committee accepts the offered clarifications although Petitioner's precise dates of employment are still somewhat unclear due to her hazy memory. *See, e.g.*, Tr. 116, 233-34, 369-374; *see also, e.g.*, Tr. 401-03.

Supreme Court of Virginia provides a way for corporate or in-house counsel to practice in Virginia if they are not otherwise admitted to the Virginia Bar. However, Rule 1A:5(e) limits corporate counsel to work for their *employer*.

7. Petitioner's Supplemental Affidavit states:

> 3. As best I recall, after my employment with the General Board of Church and Society concluded in 1990, I served as outside general counsel for various national 501(c)(3) non-profit clients, which I understood was permissible based on exceptions to the Rules of the District of Columbia Court of Appeals and the Virginia Rules of Professional Conduct which allowed foreign lawyers to represent corporate clients in federal matters. I also represented Wisconsin corporate clients as a member of the Wisconsin bar.
>
> 4. From 1996 to 2014, I operated The Law Offices of Jean M. Robinson, Esq. from my home office located in Lorton, Virginia and also worked in the on-site offices of my clients in Virginia and in Wisconsin.

Pet'r's Supplemental Aff. at 1, ¶¶ 3-4.

8. Petitioner's Supplemental Affidavit did *not* cite the exceptions in the D.C. and Virginia Rules she referenced nor did it say that she limited her work for her clients to federal matters. *See* Tr. 329-331. While the pending matter does not involve charges that Petitioner engaged in the unauthorized practice of law, nor is the Hearing Committee suggesting that such charges should be brought, given that they are ancient history, her less than forthcoming Supplemental Affidavit bore on her credibility and her attitude toward the ethical rules of the legal profession. It also did little to answer the Hearing Committee's questions. For these reasons, the Hearing Committee convened a brief additional hearing via Zoom on September 27, 2024, at which Petitioner provided additional testimony on this subject.

9. At this hearing, Petitioner confirmed that through her office in Virginia, she represented multiple clients as outside counsel without joining the Virginia Bar. Tr. 331-35. Petitioner attempted to excuse her failure to join the Virginia Bar by testifying that she thought there was an exception for "federal matters." *See, e.g.*, Tr. 324-29, 336-37, 340. However, Petitioner did not identify any Rule in D.C. or Virginia providing a broad exception for "federal matters." *See, e.g.*, Tr. 361-67, 371-74. She cited D.C. Rule 49 but in fact, D.C. Court of Appeals Rule 49(c)(2) currently provides, in relevant part, that:

> (2) Practice Before Certain Government Agencies. A person who is not a D.C. Bar Member may provide legal services in or reasonably related to a pending or potential proceeding in any department, agency, or office of the United States or of the District of Columbia, or any tribunal created by an international treaty to which the United States is a party, and may hold out as authorized to provide those services, if:
>
> (A) the services are authorized by statute or by a department, agency, office, or tribunal rule that expressly permits and regulates practice before the department, agency, office, or tribunal; . . . .

Rule 49 was previously[3] worded a bit differently, providing the same exception in part (c)(4):

> (4) Nothing herein shall prohibit any attorney from practicing before any department, commission, or agency of the United States to the extent that such practice is authorized by any rule or regulation of any such department, commission or agency, provided the person is not

[3] This Rule was amended no later than 2002. *See In re Greenwald*, 808 A.2d 1231, 1235, 1235 n.4, 1240 (D.C. 2002) (per curiam) (appended report from Committee on Admissions dated Mar. 25, 2002, and noting existence of prior version); *see also In re Banks*, 805 A.2d 990, 996 n.4 (D.C. 2002); *cf.* Order M-212-01 (D.C. Apr. 25, 2002); Order M-209-01 (D.C. Nov. 26, 2001).

> otherwise regularly engaged in the practice of law in the District of Columbia . . . .

Petitioner was clear in her testimony that her practice involved advice and counseling, and did not normally involve appearances before agencies. *E.g.*, Tr. 329-330, 391-92.

The Rules of the Supreme Court of Virginia governing foreign attorneys (Rule 1:A) do not provide an exception for agency practice and the Hearing Committee's research did not suggest that there has ever been such an exception.

10. When asked by a Hearing Committee member to explain her concept of "federal matters," Petitioner essentially said anything involving compliance with federal law. Tr. 344-350. No reasonable attorney who had read the applicable rules could conclude that simply providing advice on federal law issues and questions without becoming a member of the Bar was acceptable.

11. Petitioner's backup rationale to this illegitimate rationalization was to refer to herself as "independent general counsel" to her clients and take the position that she should be regarded as an in-house general counsel. Tr. 323-25. This does not help her. What she described as "independent general counsel" was nothing more than acting as outside general counsel, a role for which there was no exception in either jurisdiction. Outside counsel are outside counsel, whether they handle a narrow set of matters or have the broad responsibilities normal for a general counsel.

12. Petitioner's Supplemental Affidavit and her subsequent testimony did not credibly explain by what right she practiced law in D.C. prior to 2004 by what

right she did legal work in Virginia for clients other than SourceAmerica at any time, or by what right she did any legal work for SourceAmerica prior to obtaining her corporate counsel certificate in 2008. *See* Tr. 362-64.

13. Petitioner may have had difficulty being admitted to the Virginia Bar given her work and disciplinary history at the time she moved to Virginia in 1988. *See* Tr. 321. To be admitted on motion, Virginia required that an applicant have been licensed to practice law for five years. *See* Rule 1A:1(c)(2), R. Sup. Ct. Va.; *Friedman v. Sup. Ct. Va.*, 822 F.2d 423, 424 n.1 (4th Cir. 1987) (quoting prior version of Rule 1A:1 in full, including five-year threshold at 1A:1(2)), *aff'd* 487 U.S. 59 (1988). Petitioner graduated from law school in 1985 and was admitted to the Wisconsin Bar that same year. FF 1. Even without the one-year Wisconsin suspension, she did not meet the five-year requirement. With the suspension factored in, she still did not meet the five-year requirement when she left her non-legal position with United Methodist Board of Church and Society and went to work for Goodwill in 1990. *See* Supplemental Aff. at 1, ¶¶ 3-4; Tr. 321. Once she had been licensed for five years or if she had sat for the Virginia Bar examination, the recency and gravity of the ethical violation associated with the Wisconsin matter likely would have given Virginia Bar examiners pause. Never facing this issue, she opened an office in her Virginia home in 1996 and started practicing law. *See, e.g.*, Tr. 331. Her clients were limited to a few nonprofit organizations, so it was unlikely that anyone would complain, and no one did. There is no reason

to believe any clients were harmed by Petitioner's failure to sit for the Virginia Bar.

A. ***Petitioner's Involvement with SourceAmerica***

14. SourceAmerica's mission was to provide employment for people with disabilities via the AbilityOne federal government contract set-aside program. Petition at 2, ¶ 9.i.b. To that end, SourceAmerica oversaw the award of federal government contracts through the AbilityOne program. Tr. 127-130. SourceAmerica reviewed bid proposals submitted by affiliated member nonprofit organizations and made recommendations to the AbilityOne Commission regarding how such contracts should be awarded. *Id.*

15. Petitioner's job duties and responsibilities at SourceAmerica included overseeing, providing and coordinating legal advice and counsel to SourceAmerica's Board of Directors, senior management and Affiliate Members on day-to-day operational and transactional legal issues related to the employment of people with disabilities working on government contracts procured through the AbilityOne Program. Petition at 2, ¶ 9.i.b.

16. As General Counsel and CCO, Petitioner was specifically tasked with ensuring that all SourceAmerica officers, directors, staff and SourceAmerica Affiliates complied with AbilityOne program mandates, the Federal Acquisition Regulations, and other applicable federal laws and regulations. She was also

responsible for ensuring that these individuals and entities were engaging in good corporate governance and equitable nondiscriminatory procurement practices. *Id.*

17. During Petitioner's service with SourceAmerica, the organization and certain of its officers and directors became the subject of criminal investigations and litigation from the U.S. Department of Justice ("DOJ"), Offices of Inspector General, and other government agencies and litigants. Petition at 2, ¶ 9.i.c; Tr. 136-37, 195.

18. In 2010, SourceAmerica affiliate Bona Fide Conglomerate, Inc. ("Bona Fide") filed a lawsuit alleging that SourceAmerica had treated it unfairly in evaluating its bid proposals. SourceAmerica settled the lawsuit. As part of the settlement, SourceAmerica tasked Petitioner, its own General Counsel, to serve as a "monitor" to ensure Bona Fide was treated fairly in all future competitions. Tr. 133 (Petitioner: "I was asked to serve as the monitor of future competitions, contract competitions, between Bona Fide and SourceAmerica in the AbilityOne program."); DCX 9 at 2, ¶¶ 7-8.

B. ***Petitioner's Ethical Lapses at SourceAmerica and Subsequent Suspensions***

19. Beginning in 2012, Petitioner communicated with the Chief Executive Officer of Bona Fide, Ruben Lopez, in her role as monitor. DCX 9 at 2-3, ¶¶ 8-9. During those discussions, Petitioner violated the Virginia Rules of Professional Conduct by revealing SourceAmerica's confidences and/or secrets that it expected to be held inviolate and protected by attorney-client privilege. She intentionally prejudiced her client by revealing confidences to government agents, certain

SourceAmerica officers/agents, and the AbilityOne Affiliate who was a party to the Settlement Agreement. She also disparaged her client. *Id.* at 3, ¶¶ 9-10, 16. Mr. Lopez recorded some of these conversations. Tr. 210. Petitioner also concealed her assistance to the government agents who were investigating the organization from certain SourceAmerica officials. DCX 9 at 3, ¶ 11. She did not seek advice from independent outside counsel or any experts in ethics. She would do so today. Tr. 217-221, 281-82.

20. SourceAmerica learned of Petitioner's ethical violations and filed a complaint against her with the District of Columbia Bar. Tr. 141; DCX 10 at 11, ¶ 15. Petitioner's misconduct violated Virginia Rules of Professional Conduct 1.3(c), 1.6(a), and 8.4(c) and resulted in Petitioner's suspension from the District of Columbia Bar pursuant to Rule 8.5(b)(2)(ii) of the D.C. Rules of Professional Conduct (the "Rules") and reciprocally from the State Bar of Wisconsin. DCX 9 at 4, ¶ 16; Petition at 3, ¶ 9.i.e; *In re Disciplinary Procs. Against Robinson*, 948 N.W.2d 898 (Wis. 2020) (per curiam).

21. SourceAmerica terminated Petitioner's employment in June 2014. Tr. 160.

22. Petitioner cooperated with the investigation into her misconduct by ODC, including by sitting for a full-day interview by Disciplinary Counsel. Tr. 91-92, 142; DCX 9 at 6-7. At the time of that interview, Petitioner remained insistent that her conduct had not been unethical. Tr. 143-44. Ultimately, she accepted that her conduct was inappropriate and accepted the discipline proposed

by that office — specifically, an 18-month suspension with a requirement that she thereafter establish her fitness for reinstatement to the Bar. Tr. 143; Tr. 148-49; DCX 9.

23. In granting Petitioner's and ODC's Amended Petition for Negotiated Discipline, the assigned Ad Hoc Hearing Committee stated the following:

> Respondent did not engage in the prohibited conduct out of any pecuniary or other personal interest. Rather, she believed that SourceAmerica was engaged in various improper practices and that by disclosing the information in the circumstances in which she disclosed it, SourceAmerica would correct its conduct and act in what she believed would be a more responsible manner.

DCX 10 at 16.

24. On May 2, 2019, the D.C. Court of Appeals issued its decision approving the negotiated disposition with the agreed-upon sanction of an 18-month suspension from the practice of law in the District of Columbia with a fitness requirement upon any application for reinstatement. *See Robinson*, 207 A.3d at 169. The suspension was effective on June 3, 2019. The suspension period began on June 12, 2019, and ended on December 12, 2020. Petition at 1, ¶¶ 1-3.

25. Petitioner agreed to reciprocal discipline in Wisconsin, which also was an 18-month suspension with a fitness requirement. The Wisconsin Supreme Court granted a motion by Petitioner to have the suspension in Wisconsin run concurrently with the suspension in the District of Columbia; Wisconsin's Office of Lawyer Regulation ("OLR") did not oppose Petitioner's motion. Tr. 151; PX

23; *see In re Disciplinary Proc. Against Robinson*, 948 N.W.2d 898, 900 (Wisc. 2020).

C. *Petition for Reinstatement in Wisconsin*

26. On March 16, 2021, Petitioner petitioned for reinstatement to the Wisconsin Bar. PX 27.

27. To secure reinstatement in Wisconsin, Petitioner had the burden to prove by clear, satisfactory and convincing evidence that she had the requisite moral character and that her resumption of the practice of law in Wisconsin would not be detrimental to the administration of justice there or subversive of the public interests. Tr. 193-94; PX 30 at 2; *see also* PX 30 at 12 (Wisconsin OLR's response to Petitioner's Wisconsin reinstatement petition stating that: "[Petitioner] has the burden . . . to [show] that she can safely be recommended to the legal profession, the courts and the public in Wisconsin.").

28. The Wisconsin OLR conducted an investigation to determine whether Petitioner was fit to return to the Wisconsin Bar. On its website, OLR sought public comments on Petitioner's request for reinstatement. Tr. 188-89; *see* PX 30 at 5.

29. In response to investigative inquiries from OLR, SourceAmerica provided OLR with documentation regarding the disciplinary proceeding against Petitioner in the District of Columbia but did not oppose her reinstatement in Wisconsin. Tr. 188-89; PX 30 at 5-6.

30. Following its investigation, OLR concluded that Petitioner had satisfied all of the criteria for reinstatement and that her petition should be granted. PX 30 at 13. OLR determined that Petitioner had "met her burden to show that her

conduct has been exemplary and above reproach since the suspension." PX 30 at 6. No hearing was required. *See In re Disciplinary Procs. Against Robinson*, 965 N.W.2d 458, 459 (Wis. 2021) (per curiam).

31. Petitioner's license to practice law in Wisconsin was reinstated on October 20, 2021. *Id.*; Petition at 9, ¶ 9.v.e. While she has not resumed practicing law in Wisconsin, Tr. 224-25, Petitioner has been a member in good standing of the Wisconsin Bar for nearly three years and there has been no allegation that she has acted improperly or violated any attorney ethics rules in that state. Tr. 193-94 (Petitioner's testimony explaining that she was successful in proving that her resumption of the practice of law in Wisconsin would not be detrimental to the administration of justice or subversive to the public interest).

D. ***Petition for Reinstatement in the District of Columbia***

32. Petitioner petitioned for reinstatement to the District of Columbia Bar on September 13, 2023. ODC took no immediate position on the Petition, instead deferring its decision on whether to support or oppose it. ODC Answer at 2. ODC did assert that the nature of her prior misconduct warranted the application of heightened scrutiny in any reinstatement proceeding under the *Roundtree* factors. *Id.*

33. The Hearing Committee held an evidentiary hearing regarding Petitioner's Petition on February 28, 2024. Petitioner testified during the hearing and presented testimony from two witnesses, John Daniels, Jr., Esquire and Kelly Kramer, Esquire.

34. Mr. Daniels, a prominent attorney in Wisconsin, has known Petitioner since she "was a law student . . . at the University of Wisconsin and was involved in [his] firm's effort to recruit her to one of [its] summer internships." Tr. 30-31. His firm also tried to recruit her a number of times subsequent to that. Tr. 31-33. He served one term on the SourceAmerica Board of Directors, interfaced with Petitioner during her service as General Counsel of the organization, and is familiar with the difficulties Petitioner faced in that role. Tr. 47-48, 65.

35. Mr. Kramer became acquainted with Petitioner about eight years ago when she was referred to him as a client after her difficulties with SourceAmerica arose. He represented her in numerous matters following her termination from SourceAmerica. Tr. 90-91.

36. ODC presented no witnesses during the hearing. No employee or representative of SourceAmerica attended the hearing, nor did SourceAmerica provide any information for the Hearing Committee's consideration.

37. During the hearing, Petitioner testified that she appreciates the seriousness of her misconduct. Tr. 140-41 (Petitioner testimony explaining that "what I did was absolutely wrong, and it had a serious -- you know, it's a serious impact on not just me and my personal integrity and reputation but the entire integrity and reputation of the bar as a whole. If a client can't -- if they don't believe that they can sit and tell you, you know, all of their confidential information, both bad and good, in a conversation and know that their lawyer is going to keep it secret no matter what and take it to the grave, so to speak -- you

know, very much like the same kind of privilege that you have with your priest, you know. You just -- you don't -- lawyers can't become whistleblowers. It's not impossible, I have learned, after studying the ethics rules and all that, but it really does destroy the public trust, which is part of the foundation of -- you know, our system is built on.").

38. Both Messrs. Daniels and Kramer testified that Petitioner is remorseful for her misconduct and has been remorseful about it for many years. Tr. 39 (Daniels testimony that Petitioner expressed remorse regarding her misconduct in discussions with him); Tr. 92-93 (Kramer testimony recalling a deposition in which Petitioner "was on the verge of tears and actually perhaps was in tears as she was sort of confronting the conduct in which she engaged"). The Hearing Committee credits this testimony as well as Petitioner's testimony as to her remorse.

39. Petitioner testified that she accepted the proposed discipline against her in both the District of Columbia and Wisconsin because she understood that she deserved to be disciplined. Tr. 148 ("I realized . . . I had broken the rules, no matter what the extenuating circumstances were. . . . [and] I would have to bear the consequences and be punished for that. So I accepted the 18-month suspension.").

E. *Petitioner's Efforts at Rehabilitation*

40. After her termination from her position as General Counsel, Petitioner cooperated with SourceAmerica and complied with its requests that she provide testimony in various fora. Tr. 230-31 (Petitioner testimony about these efforts); Tr.

102 (Kramer testimony that Petitioner "was asked to provide information to various government entities, and she did so to the best of her ability"); Tr. 104 (Kramer testimony that Petitioner "cooperated fully with SourceAmerica upon request. Whether that was to provide information to government agencies or to testify in response to depositions, deposition notices").

41. Petitioner settled numerous lawsuits related to her misconduct. PX 13; PX 14; PX 15; Tr. 105 (Kramer testimony that he represented Petitioner in various matters involving SourceAmerica and understands those matters were resolved to SourceAmerica's satisfaction). There are no ongoing disputes between Petitioner and SourceAmerica. Tr. 104-05 (Kramer testimony that he is not aware of any continuing disputes between Petitioner and SourceAmerica).

42. Petitioner completed numerous continuing legal education ("CLE") courses focused on attorney ethics during the suspension period, including a course taught by an attorney from ODC. Tr. 167 ("I took CLE courses through D.C. bar . . . the D.C. bar passport. . . . I also bought a Lawline unlimited passport . . . which allowed me to take as many CLEs as I could. And quite frankly, I wanted to get a lot smarter on the issues that essentially wound up . . . ending my 20-some-odd year career."); Tr. 169-174 (Petitioner testimony explaining the various ethics courses that she took); PX 18 (chart listing completed CLE courses). Specifically, she completed the following courses, among others: Attorney Discipline Update 2020: DC, MD, & VA; Ethical & Logistical Considerations COVID-19; Legal Ethics 2020; and, Staying Within the Lines: Ethical Issues for Lawyers During a

Crisis. *See* PX 18 at 1-2. One of the courses specifically dealt with the ethical responsibilities of attorneys who may seek to serve as a whistleblower. *Id.* at 5; Tr. 173.

43. Petitioner testified that during the suspension period, she familiarized herself with attorney ethics societies and groups that can provide ongoing support to her as needed if she is permitted to resume the practice of law in D.C. Tr. 171 (Petitioner testimony that "one of the things that I did during my suspension period was try to have better understanding of the rules but also to sort of identify experts in the rules that I had violated and what steps I should have taken and those kinds of things"); Tr. 171-72, 221 (explaining that after she was readmitted in Wisconsin, she became a member of one ethics-related attorney group through the ABA); Tr. 196 ("I've established a network of professional ethics experts or attorneys or people that I can call on."); *see also* Tr. 217-221 (Petitioner testimony that she has established numerous resources she will call upon as needed if permitted to resume practice in the District). Petitioner did not provide the names of, or call as a witness, anyone in the network of experts she said that she has established.

44. Petitioner has familiarized herself with the attorney ethics helplines provided by the Wisconsin and District of Columbia Bars. Tr. 196.

45. Petitioner testified that she is now very knowledgeable about the specific ethical rules surrounding attorney conflicts of interest and the limited disclosures that are permitted in situations involving fraud. Tr. 223-24 (Petitioner testimony explaining that the exceptions to Virginia Rule 1.6 are narrow and that

an attorney can only invoke the exception to make a disclosure if the disclosure is narrowly tailored to the purpose of the relevant exception (*e.g.*, the exception that permits a disclosure regarding fraud)).

46. During her suspension period, Petitioner created and incorporated a consulting company, JR Solutions Consultancy & Training LLC ("JR Solutions"), that does "all things human capital optimization or things that deal with human resource compliance, drafting employee handbooks, policies, procedures, conducting wellness audits, doing affirmative action plans for federal contractors who have to have them," and "some federal contract compliance on the employee side." Tr. 177-78; PX 5 (certificate of incorporation and other documents from District of Columbia); PX 6 (Virginia business license); *see* Tr. 179.

47. Petitioner engaged in some community service during the suspension period, although these efforts also were limited at times by the coronavirus pandemic. This included work for various food banks and work with her church. Tr. 163-66; PX 10, PX 11. During the same timeframe, Petitioner also assisted her teenaged daughter with remote learning due to the pandemic-related school closure. Tr. 162. During her suspension, Petitioner also was tasked with elder care as her mother suffered a series of strokes. Tr. 162-63. It does not appear that Petitioner sought gainful employment until she started her consulting business in 2019. *See* Tr. 160-62, 178; PX 5 at 3.

48. Petitioner personally disclosed to Mr. Daniels that she had violated the ethics rules in her role as counsel to SourceAmerica and was being sanctioned

for her misconduct. Tr. 56 (Daniels testimony that Petitioner "personally fully disclosed to me that she was subject to sanctions"); Tr. 43 (Daniels testimony that Petitioner was "open and candid to a fault" regarding her violations); Tr. 49 (Daniels testimony that he became aware of Petitioner's misconduct at or around the time it was occurring); Tr. 37-38, 50-51 (further testimony by Daniels that Petitioner was open and candid about the fact that she was being disciplined because she failed to maintain client confidences); Tr. 54 (Daniels testimony that Petitioner was "very clear and transparent to [him] relative to the violations and her acknowledgement and admission of the violations. . . . She told me that . . . she had violated the rules and she had acknowledged that she had violated the rules").

49. Petitioner also informed Mr. Daniels and Mr. Kramer about her 1987 discipline in Wisconsin. Tr. 32-33 (Daniels testimony that Petitioner was open and honest with him regarding 1987 ethics violation in Wisconsin and that it involved a misrepresentation of her academic performance); Tr. 32 (Daniels testimony that he knew of the violation at the time his law firm recruited Petitioner and "she was fully transparent with us with respect to any matters that might have affected our judgment as to whether or not we wanted to employ her, including issues associated with any possible violation of rules"); Tr. 93 (Kramer was aware of Petitioner's prior disciplinary matter in Wisconsin).

50. Petitioner informed Mr. Kramer about her about her ethics violations stemming from her employment by SourceAmerica. Tr. 91 (Kramer testimony that he was aware of the circumstances surrounding Petitioner's violation of the ethical

rules beginning in 2012, specifically that Petitioner "shared client confidences with another"); Tr. 108 (Kramer testimony that Petitioner "shared confidential client information, privileged information, with a whistleblower"). The Hearing Committee credits Mr. Kramer's testimony although of course Petitioner had to advise Mr. Kramer of her misconduct because he was representing her in the matters that grew out of it.

51. Petitioner testified that she fully disclosed her disciplinary history to clients who engaged JR Solutions to perform human resources consulting work. Tr. 181-87. Petitioner has been entrusted with confidential information in the course of her work for clients of JR Solutions. She testified that she has kept that information confidential and no person has alleged that she failed to do so. Tr. 182-83 (regarding Arizona client); Tr. 185-87 (regarding Texas client).

52. Petitioner testified that her understanding of the attorney ethics rules has deepened since she committed the violations beginning in 2012. Tr. 144 (Petitioner testimony that "10 years ago I was in fight, fight, fight mode, I was frustrated, I was under a lot of pressure, a lot of stress. And I was trying to justify . . . my incorrect and mistaken actions very vigorously, initially. But after learning . . . what I should have done, or what I could have done, and hindsight is always 20/20 . . . I came to realize after meeting with Mr. Perry [of ODC] and other counsel and ethics counsel and Bar Counsel, my former counsel in this matter was Bar Counsel as well, it really just doesn't matter at the end of the day"); Tr. 106 (Kramer testimony that Petitioner's understanding of the disciplinary rules evolved

over the years, that Petitioner "has a more complete understanding of what she did and what the problems are with the decisions that she made," and that Kramer "watched that evolve").

F. ***Professional Competence***

53. Mr. Daniels testified that when Petitioner was General Counsel for Goodwill, she worked with a local affiliate in Wisconsin who also worked with attorneys at Mr. Daniels' firm, and the feedback regarding her work for Goodwill was "remarkably positive." Tr. 34-35. He also testified that he personally observed Petitioner's legal work as General Counsel for SourceAmerica and found it to be "superior in a very, very complicated environment." Tr. 37; *see* Tr. 35-38, 48.

54. Petitioner has taken courses in employment law as this information was necessary for her to operate her human resources consulting company. Tr. 174-75 (Petitioner testimony that she "wanted to make sure [she] was up-to-date on the areas where the human resources audits and rules and compliance intersected with new laws or updates").

55. Petitioner performed legal work on her own behalf during her reciprocal suspension proceedings. She drafted a motion that was unopposed by the Wisconsin OLR. Tr. 149-150 (Petitioner testimony explaining that she drafted a motion to the Wisconsin Office of Lawyer Regulation in which she asked that her suspension in Wisconsin run concurrently with the suspension in the District of Columbia); PX 23.

56. Petitioner testified that her misconduct was in part motivated by a fear of criminal prosecution. Tr. 279. In its post-hearing brief, ODC argued that she presented no evidence other than her own testimony to support her claim that she acted out of a fear of criminal prosecution. It further asserted that Petitioner presented no evidence that would allow the Hearing Committee to make a finding as to whether the criminal investigations began before or after she started disclosing SourceAmerica's confidential information to Mr. Lopez. ODC Post-Hearing Br. at 7. Petitioner responded that it was a matter of public record that SourceAmerica and many of its affiliates were under intense criminal investigation and certain of Petitioner's colleagues had pleaded guilty to federal crimes and received lengthy prison sentences as early as 2010. Pet'r's Reply Br. at 3. No evidence of this was offered to the Hearing Committee.

57. Petitioner was not gainfully employed between June 2014, when she was terminated from SourceAmerica, and 2019 when she established her company JR Solutions. Tr. 160-61 (Petitioner). Although she was reinstated to the Wisconsin Bar in 2021, Petitioner has not resumed practicing law. Tr. 224-25 (Petitioner).

58. As a member of the Wisconsin Bar, Petitioner is required to take 30 total credit hours of CLE every two years. Tr. 168 (Petitioner). Between March 2020 and March 2021, Petitioner took 15 continuing legal education courses. PX 18 at 1-2. Petitioner did not produce certificates of completion for these courses, but the Wisconsin OLR's response to her petition for reinstatement acknowledged

that she was in compliance with her CLE requirements. PX 30 at 4. On June 2-4, 2021, Petitioner attended the 46th ABA National Conference on Professional Responsibility. PX 18 at 3-5. On December 14, 2022, she attended a 3.5-hour Legal Ethics Seminar. PX 18 at 6. Petitioner did not submit documentary evidence of any continuing legal education courses she took before March 2020 or after December 2022, but she testified that she continued to take CLE courses after she was suspended, and she is up to date on her Wisconsin CLE requirements. Tr. 168-69, 194.

59. Petitioner testified that when she engaged in the SourceAmerica misconduct, she had only a general understanding of Virginia Rule 1.6 — she did not "understand all the procedures, et cetera, that [she] should have done to make sure that disclosures were within the exception if they needed to be made, or whether or not they should have been disclosed at all." Tr. 219.

60. Petitioner understood when she was disclosing SourceAmerica's confidential information that she was acting dishonestly in not disclosing her actions to the officials with whom she worked at SourceAmerica. Tr. 208. She characterized her dishonesty as "the mishandling of not reporting my helping out the agents to all SourceAmerica officials." Tr. 241-42.

61. Petitioner's testimony with respect to Virginia Rule 1.6 evidenced her current understanding of the Rule. There is an exception to the confidentiality rule "to stop the crime or the fraud or . . . death or injury that you think could emanate from the situation," Tr. 223-24, which is consistent with the text of Virginia Rule

1.6(b)(3) (stating that a lawyer can disclose "such information which clearly establishes that the client has, in the course of the representation, perpetrated upon a third party a fraud related to the subject matter of the representation") and 1.6(c)(1) (describing the lawyer's ability to disclose information regarding a client's intent to commit a crime "reasonably certain to result in death or substantial bodily harm to another or substantial injury to the financial interests or property of another"). She further stated that any such disclosure cannot "go beyond what is absolutely necessary to stop the possible commission of a fraud or the other things that go under that rule." Tr. 224. This is consistent with Virginia Rule 1.6, cmt. [8] (stating in relevant part that "[i]n any case, a disclosure adverse to the client's interest should be no greater than the lawyer reasonably believes necessary to the purpose"). She also explained that a better course of action would have been for her to withdraw from the representation, Tr. 138, 214, which is consistent with Virginia Rule 1.6, cmt. [9] ("If the lawyer's services will be used by the client in materially furthering a course of criminal or fraudulent conduct, the lawyer must withdraw, as stated in Rule 1.16(a)(1)"). Her statement that she would discuss such issues with her clients before making a decision about how to proceed is consistent with Virginia Rule 1.6, cmt. [9b], which explains, "Where the client is an organization, the lawyer may be in doubt whether contemplated conduct will actually be carried out by the organization. Where necessary to guide conduct in connection with this Rule, the lawyer may make inquiry within the organization as indicated in Rule 1.13(b)." The Hearing Committee is not

concerned that Petitioner is likely to violate Virginia Rule 1.6 or the D.C. corollary again.

G. *Petitioner's Witnesses*

1. *John Daniels, Jr., Esquire*

62. Mr. Daniels has known Petitioner since she was in law school and his firm tried to recruit her. Tr. 30-31. While Mr. Daniels was generally aware of Petitioner's violations of the Rules, he was not familiar with the details of Petitioner's misconduct. He only knew that she disclosed client confidences and secrets. Tr. 37-38. Mr. Daniels was familiar with the extended length of time during which Petitioner improperly revealed SourceAmerica's confidences. Tr. 49 (Daniels testimony that "this thing extended over a significant period of time. So I mean, it wasn't like it happened on one day and it was over. It was a significant time period that these events evolved.").

63. Mr. Daniels testified that he was not concerned Petitioner would engage in misconduct again. Tr. 44-45. He based this opinion on his belief that Petitioner had been transparent with him about her misconduct, had stayed "up to speed on the law," and had acknowledged her mistakes rather than minimizing them. Tr. 75-76.

64. Since Petitioner's discipline in 2019, Mr. Daniels communicated with her less than twenty times. Tr. 69. He testified that those communications were spread out over the past five years – resulting in an average of approximately four times a year. Tr. 70.

65. Since she was suspended in 2019, Mr. Daniels did not have any opportunity to observe or evaluate Petitioner's legal work, but he did have one conversation with her about the "Harvard decision" when he saw her at a CLE event. Tr. 68-69 (Daniels). He thought that during the approximately 20 conversations he had with Petitioner from 2019 to 2024, they had the opportunity to discuss complex legal matters, but he was not specific. Tr. 77-78.

2. *Kelly Kramer, Esquire*

66. Mr. Kramer testified that he met Petitioner in or around 2016 when she hired him to represent her in legal matters. Tr. 90, 97. He did not know her at the time of the misconduct. Tr. 91, 98.

67. Mr. Kramer's representations of Petitioner concluded in 2019, around the time that she was disciplined by the D.C. Court of Appeals. Afterward, he did not maintain regular communication with her. He described his communication as "sporadic. I have interacted with her a little bit professionally. I think we exchanged Christmas cards and things like that." Tr. 99-100.

68. Mr. Kramer did not have an opportunity to observe any work Petitioner engaged in after the discipline was imposed that was legal in nature. Tr. 100-01 (Kramer). He did observe Petitioner's non-legal work on one occasion when she recommended him to a client of JR Solutions; he believed she was effective in providing meaningful information to her client and helping them assess how to proceed. *Id.*

69. Mr. Kramer's testimony included details about Petitioner's cooperation with SourceAmerica. Tr. 104. He stated that Petitioner settled the lawsuits that SourceAmerica had brought against her to SourceAmerica's satisfaction. Tr. 105. He also described Petitioner's participation in depositions and other meetings, cooperation that she provided at SourceAmerica's request. Tr. 102 (Kramer testimony that "as part of the various settlements, [Petitioner] was asked to provide information to various government entities, and she did so to the best of her ability. . . . it was what she was asked to do by her former employer"); Tr. 104 ("[Petitioner], in my opinion, cooperated fully with SourceAmerica upon request. Whether that was to provide information to government agencies or to testify in response to depositions, deposition notices. And I think it's fair to say that I worked closely with SourceAmerica counsel to facilitate those arrangements."). Mr. Kramer recalled observing Petitioner in a deposition "on the verge of tears" and "perhaps . . . in tears" as she was confronting the conduct she had engaged in. Tr. 92-93.

70. Mr. Kramer knew about Petitioner's violations of the Rules close in time to when they occurred and was present during the lengthy meeting with ODC in which Petitioner discussed her misconduct. Tr. 91-92 (Kramer testimony that Petitioner "was candid and complete in describing the circumstances and her activities"); Tr. 99 (explaining that he participated in meeting with Mr. Perry of ODC). He knew about her Rule 1.6 violation and explained, Petitioner "shared confidential client information, privileged information, with a whistleblower . . . .

And . . . my understanding of the allegations is that the information that she was sharing, because it was privileged, was a client confidence that should not have been shared with a third party." Tr. 108. He also knew about the Rule 8.4 violation related to dishonesty. He recalled that Petitioner told ODC about her cooperation with the federal agents, and the Rule 8.4 charge arose from that disclosure. Tr. 109 (Kramer testimony that Petitioner "essentially explained those circumstances during that meeting, which is what led to that charge. And like I said, I thought she did so candidly and completely"). Mr. Kramer explained that although he could not remember whether he had seen the D.C. Bar's charging documents, he also learned about Petitioner's conduct through discussions with SourceAmerica's counsel. Tr. 108 ("I did see the SourceAmerica settlement. I do know -- I was familiar with the dispute. I had many conversations with SourceAmerica counsel about the nature of the dispute as we worked through these other issues.").

71. Mr. Kramer testified that he believes Petitioner's character is fit for resumption of the practice of law. Tr. 92-93, 105-06. In support of this belief, however, he did not identify character traits that he believed led to Petitioner's suspension or whether those traits had been removed from Petitioner's character. *See id*. He did testify that he witnessed Petitioner develop a more complete understanding of her misconduct and that "she can provide appropriate and competent legal assistance to people and entities" and "she understands and appreciates the mistakes that she's made." Tr. 105-06. Although Mr. Kramer did

not explicitly identify any "character trait" that he believes changed, his remarks about how he saw Petitioner learn from the experience, Tr. 92-93, and gain "a more complete understanding of what she did and what the problems are with the decisions that she made," Tr. 105-06, speak to that issue.

IV. LEGAL CONCLUSIONS

A. *Nature and Circumstances of the Misconduct for Which the Attorney Was Disciplined*

As instructed by the Court of Appeals in *Roundtree*, we first:

> consider the nature and circumstances of [a petitioner's] misconduct. In re Roundtree, 503 A.2d at 1217. When misconduct is "closely bound up with [a petitioner's] role and responsibilities as an attorney," we "apply heightened scrutiny" to the other *Roundtree* factors. In re Yum, 187 A.3d 1289, 1292 (D.C. 2018) (internal quotation marks omitted).

In re Joseph, 287 A.3d 1248, 1250-51 (D.C. 2023) (per curiam) (second alteration in original).

It is with this "heightened scrutiny" that we review Petitioner's serious misconduct. Petitioner repeatedly and intentionally betrayed her client by violating client confidences over a long period of time. Her conduct would be understandable to many laypersons because she thought her client was engaging in illegal conduct. However, her failure to ascertain the limits of the crime/fraud exceptions to the client confidentiality rules was, at a minimum, sloppy. Of even more concern was her failure to consult someone more knowledgeable than she was about the issues she was confronting. She could have consulted private counsel, which would have been a good idea since she testified that she feared potential criminal prosecution, or talked to someone on a bar ethics helpline. She

did neither and apparently did not conduct any independent study of what her ethical obligations might be. *See* FF 19. These failures suggest a lack of concern for, or attention to, her ethical obligations, and a lack of the judgment and common sense required of all professionals who are called upon to make judgment calls.

It is essential to the confidence of the public in the Bar that clients, no matter how difficult or despicable, be able to rely on their attorney not to betray their confidences, unless the crime/fraud exception comes into play. Petitioner stresses that her betrayal of her client was not due to any pecuniary motivation or improper purpose. *See* FF 23. The Committee accepts this assertion. Yet the proper course of action for an attorney who is looking at illegal behavior by a client is to confront the client in an effort to change that behavior, walk away or seek advice as to whether the crime/fraud exception applies. Petitioner did not choose any of these alternatives. Lawyers in private practice who have multiple clients find these choices somewhat easier than in-house counsel for whom walking away means immediate loss of a job. That was the dilemma faced by Petitioner, who had a young child to support. *See* Tr. 119, 161. Although the Hearing Committee does credit her testimony that at the time, she thought she was doing the right thing, it cannot ignore that she failed to make any effort to find out whether that assumption was true.

Petitioner found herself in a difficult situation because she had been asked by her employer to be the "monitor" of an agreement between her employer and one of its affiliates who had sued it, complaining that it had been disadvantaged in competition for government contracts. FF 18. She should have advised her client not to appoint her since there was an obvious conflict of interest. Her first loyalty was to her client but she was being asked to report her client's failures to comply with the agreement to an adversary. Having accepted the appointment, she needed to be transparent about the conflict and about communications relating to the settlement between the parties. When it was discovered that she had been disloyal to her employer, she initially defended her actions, again demonstrating an ignorance, and perhaps disregard, of the ethical rules circumscribing lawyer conduct. When it became apparent to her that she was in serious trouble with the Bar, it was then that she became cooperative. To her credit, Petitioner did not attempt to blame the awkward position SourceAmerica put her in by instructing her to monitor her own client's compliance with an agreement reached with an adversary.

Petitioner's violations of the ethical rules were serious, but the circumstances surrounding them were unusual. She thought she was doing the right thing by betraying her client. The Hearing Committee does not find that justification for Petitioner's actions helpful to her cause.

B. ***Whether the Attorney Recognizes the Seriousness of the Misconduct***

The Court assesses "a petitioner's recognition of the seriousness of misconduct as a 'predictor of future conduct.'" *In re Sabo*, 49 A.3d 1219, 1225 (D.C. 2012) (quoting *In re Reynolds*, 867 A.2d 977, 984 (D.C. 2005) (per curiam)).

We find that Petitioner does recognize the seriousness of her misconduct. She testified at length as to her better understanding of what she had done wrong, its cost to her client, the legal community and to herself. Her witnesses also testified that she appreciated how serious her misconduct had been. The Hearing Committee credits all this testimony.

C. ***Petitioner's Post-Discipline Conduct***

Under this *Roundtree* factor, the Court considers a petitioner's "conduct since discipline was imposed, including the steps taken to remedy past wrongs and prevent future ones." *Roundtree*, 503 A.2d at 1217. "In reinstatement cases[,] primary emphasis should be given to matters bearing most closely on the reasons why the attorney was suspended or disbarred in the first place." *In re Mba-Jonas*, 118 A.3d 785, 787 (D.C. 2015) (per curiam) (alteration in original) (quoting *In re Robinson*, 705 A.2d 687, 688-89 (D.C. 1998)) (denying reinstatement where the petitioner's post-suspension handling of personal financial accounts "reflect[ed] the very conduct that led to his indefinite suspension").

Since the discipline was imposed, Petitioner has not practiced law, although her license in Wisconsin was reinstated in 2021. Nor has she sought gainful employment apart from the consulting work done in the last few years. Petitioner

did cooperate with SourceAmerica in the aftermath of her betrayal but she had little choice in the matter. Her client sued her and she needed to cooperate to help settle the dispute. It is fair to say that she has attempted to "remedy past wrongs" and prevent future violations of the Rules concerning client confidences. The Hearing Committee believes that Petitioner is unlikely to repeat these violations.

D. ***Petitioner's Present Character***

To satisfy this fourth *Roundtree* factor, Petitioner must demonstrate, among other things, that "those traits which led to the petitioner's disbarment no longer exist and . . . the petitioner is a changed individual having a full appreciation for his mistake." *In re Brown*, 617 A.2d 194, 197 n.11 (quoting *In re Barton*, 432 A.2d 1335, 1336 (Md. 1981)). As evidence of this change, Petitioner should also proffer the testimony of "live witnesses familiar with the underlying misconduct who can provide credible evidence of petitioner's present good character." *In re Yum*, 187 A.3d 1289, 1292 (D.C. 2018) (per curiam) (quoting *Sabo*, 49 A.3d at 1232) (denying reinstatement where petitioner's witnesses were unfamiliar with the details of his misconduct).

Here, Petitioner offered the Hearing Committee very little with which to work. No one who has had regular contact with Petitioner since her suspension was offered as a witness. Her two witnesses, while credible people who knew of her transgressions at SourceAmerica, did not know her very well. Their acquaintance with her was largely professional and not personal. They were not in a position to endorse her current character.

As noted above in the discussion of her Supplemental Affidavit, the Hearing Committee has ongoing concerns that Petitioner has not recognized, or at least admitted, that she did not abide by the ethical rules prescribed by the D.C. Court of Appeals and the Virginia Supreme Court. Petitioner moved to Virginia and appears to have practiced law for two years (1994-96) with a D.C. firm without ever even applying to be a member of the D.C. Bar. *See* FF 3-4. Then she formed her own firm and practiced law in D.C. and Virginia without being a member of either Bar. FF 4. Only in 2004 did she join the D.C. Bar and in 2008, after becoming a SourceAmerica employee, obtain a certificate from Virginia allowing her to practice law only in support of her employer. FF 3, 5-6. Petitioner's long ago discipline in Wisconsin, which involved serious lies, could be dismissed as the recklessness and foolishness of youth. But it gives the Hearing Committee pause when we review the carefully couched Supplemental Affidavit which did not answer the fundamental question posed to her by the Hearing Committee: whether "there were applicable exceptions that allowed her to practice law in D.C. prior to 2004 or in Virginia at any time (except for advising Source America from 2008 until her termination in 2014)." Order at 2 (May 28, 2024). Instead of answering that question, Petitioner said that she "understood" that she could be outside general counsel to nonprofit organizations pursuant to Virginia and D.C. Rules, "which allowed foreign lawyers to represent corporate clients in federal matters." FF 7. There are, as discussed in FF 8-13 above, limited exceptions allowing

practice before certain federal agencies but there is no exception that comes close to the exception Petitioner invented for herself.

Petitioner's second excuse was that she was "independent general counsel" which allowed her to assume the privileges of in-house general counsel, though she was acting as outside general counsel. *See* FF 11. The responsibilities of an outside general counsel obviously extend beyond federal matters. The general counsel reviews contracts of all sorts and may negotiate disputes. He or she normally provides advice on corporate governance, insurance, personnel issues, etc. The Hearing Committee could provide a longer list but one thing is apparent — what Petitioner says she "understood" about Rule 49 was incorrect. *See* FF 7, 9. That her understanding was incorrect would have been obvious if she familiarized herself more deeply with the Rule. Oddly, she testified that she discussed Rule 49 with at least two senior members of the Jackson Lewis firm, including the managing partner, but they did not look at the Rule during their discussions. Tr. 340-45 (Tr. 344-45: "Q. . . . Do you have a recollection about looking at the rules with these attorneys in the course of these conversations? A. No, no, we did not look at the rule. I actually looked at the rule and looked at various studies through my [Association of Corporate Counsel ("ACCA")] membership and want to say – don't quote me on this because it's a long time ago. But I do remember the ACCA studies and meetings that I had with other in-house counsel who were similarly situated in terms of being a foreign lawyer practicing in, you know, the office of the client or the corporation that they were serving. So

I do remember those, but I -- I don't remember -- Bill and I were not that formal that we sat down and looked up a rule. We did not. I don't remember. Now -- I really don't recall that."). It seems unlikely that there was any candid discussion about Bar membership with her superiors. It is difficult to imagine senior partners in a Washington D.C. law firm having any significant discussion about whether a new hire needed to be a member of the Bar without actually examining the Rule said to allow her to practice in D.C. without joining the Bar.

In preparing her Supplemental Affidavit and in preparing for the second hearing, Petitioner was aware of the Hearing Committee's concerns and would have had the occasion to review the applicable D.C. and Virginia Rules. Yet she did not appear to be well-versed in the Rules involved. Her answers to the Hearing Committee's pointed questions were rambling and often not on point, sometimes approaching being evasive. *E.g.*, Tr. 340-43, 352-55. The Hearing Committee's concerns about Petitioner's character would have been assuaged had she admitted to the unauthorized practice of law and recognized that she had manufactured reasons not to sit for the Virginia or D.C. Bar exam or try to gain admission on motion. The Hearing Committee believes that Petitioner's unjustified assumptions about opening an office for the practice of law in Virginia without first becoming a member of the Virginia Bar provides additional evidence of a lack of concern for the rules by which all lawyers are governed. *See* FF 4-13.

The Hearing Committee is now faced with a petitioner who told multiple lies as a new attorney, betrayed and was dishonest with her client as an experienced attorney and now has been less than transparent with the Hearing Committee as to past transgressions that would not be important to our consideration but for her failure to recognize and admit them. As the Court has repeatedly said:

> Lawyers have a greater duty than ordinary citizens to be scrupulously honest *at all times*, for honesty is "basic" to the practice of law. . . . Every lawyer has a duty to foster respect for the law, and *any* act by a lawyer which shows disrespect for the law tarnishes the entire profession.

In re Cleaver-Bascombe, 986 A.2d 1191, 1200 (D.C. 2010) (per curiam) (alteration in original) (quoting *In re Mason*, 736 A.2d 1019, 1024-25 (D.C.1999) (quoting *in re Hutchinson*, 534 A.2d 919, 924 (D.C. 1987) (en banc))).

Petitioner testified that she has done some volunteer work during her suspension, and while commendable, it was sporadic and of a nature done by many people. The Hearing Committee does recognize that Petitioner had significant family responsibilities during much of this time but many attorneys do and still manage to make significant contributions to their communities.

The Hearing Committee finds that Petitioner has not proved by clear and convincing evidence that her present character warrants her reinstatement. We are concerned that although Petitioner certainly has studied certain of the Court's rules relating to her suspension, she has a cavalier attitude toward other rules. We cannot be confident that she will follow *all* the rules.

E. *Petitioner's Present Qualifications and Competence to Practice Law*

Finally, we address the fifth factor articulated in *Roundtree* — Petitioner's present qualifications and competence to practice law. As the Court made clear in *Roundtree*, "[a] lawyer seeking reinstatement . . . should be prepared to demonstrate that he or she has kept up with current developments in the law." 503 A.2d at 1218 n.11.

In *Roundtree*, the Court cited the petitioner's participation in continuing legal education courses, acquisition of computer skills, improvements to her case management system and plans to use additional staff for assistance as evidence of her qualifications and competence to practice law. *Id.* at 1217-18. In other cases, the Court has also considered whether the petitioner has performed legal work or kept abreast of developments in the law by reading legal journals and periodicals. *See In re Bettis*, 644 A.2d 1023, 1030 (D.C. 1994) (Court finding that petitioner established competence where he "worked as a law clerk . . . and improved his legal research and writing skills" and witnesses testified to his developed expertise in the medical malpractice and personal injury fields); *In re Harrison*, 511 A.2d 16, 19 (D.C. 1986) (petitioner's competence established where he testified that he kept up with developments in the law by reading legal journals, bar publications, and other legal publications, and his professional skills were never questioned by those involved in the disciplinary proceedings).

As the *Roundtree* Court noted, however, "the longer the suspension, the stronger the showing that must be made of the attorney's present competence to practice law." *Roundtree*, 503 A.2d at 1218 n.11.

While the Hearing Committee is concerned about Petitioner's behavior at the hearings, Petitioner appears to be an intelligent person who has attempted to keep up with her areas of interest in the law. She has taken several CLE courses and her witnesses were comfortable with her legal skill. On balance, this factor weighs in Petitioner's favor.

V. SUMMARY

It is apparent from the discussion above that the Hearing Committee believes the Petitioner has proved that she meets most of the standards set forth in *Roundtree*. However, she needed to demonstrate that she would focus on the ethical rules that matter at critical times for us to recommend her reinstatement. This she failed to do by clear and convincing evidence.

The Hearing Committee is not asked to, and does not, conclude whether Petitioner should seek reinstatement in the future. Should she choose to do so, the Committee believes Petitioner should be given the additional opportunity to demonstrate that (a) she has "the moral qualifications, competency, and learning in law required for readmission;" and (b) her "resumption of the practice of law . . . will not be detrimental to the integrity and standing of the Bar, or to the administration of justice, or subversive to the public interest." D.C. Bar R. XI, § 16(d)(l).

VI. CONCLUSION

Based on the foregoing, the Hearing Committee concludes that Petitioner, while establishing some factors in her favor, has at this time failed to meet the clear and convincing evidence standard required by the Court for readmission under D.C. Bar R. XI, § 16(d)(1)(a) and as set forth in *Roundtree*. Petitioner has not demonstrated that her resumption of the practice of law would not be detrimental to the integrity and standing of the Bar, detrimental to the administration of justice or subversive to the public interest, as required by D.C. Bar R. XI, § 16(d)(1)(b). Accordingly, the Hearing Committee recommends denial of the Petition.

AD HOC HEARING COMMITTEE

Sheila J. Carpenter

Sheila J. Carpenter
Chair

Anthony Bell

Anthony E. Bell
Public Member

Joshua M. Levin

Joshua M. Levin
Attorney Member