Amid Corporate Stress, Lawyers' Ethics Still Count

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In the economically stressful environment most companies face today, in-house lawyers—all lawyers, in fact—owe ethical duties to four key entities: clients and stakeholders, the legal system, their institutions and society at large.

That’s the message in a new essay coauthored by Benjamin Heineman Jr., the former general counsel of General Electric Co. and now a senior Harvard fellow. (Heineman also writes occasionally for *CorpCounsel.com*.) The new essay appears on the website for the *Harvard Center for the Legal Profession*.

“There is widespread agreement that the legal profession is in a period of stress and transition; its economic models are under duress; the concepts of its professional uniqueness are narrow and outdated; and, as a result, its ethical imperatives are weakened and their sources ill-defined,” states an introduction to the essay.

But the paper argues that amid such turmoil, recognition of the four ethical duties “is ultimately essential to the sustainability of ‘business’—whether that is the ‘business’ of companies, law firms or law schools.”
The paper's other authors are William Lee, a partner and former managing partner at Wilmer Cutler Pickering Hale and Dorr, and Harvard law professor David Wilkins, the faculty director of the Center for the Legal Profession. While the entire paper looks at law firms and academia as well, a key section discusses corporate law departments.

Heineman’s philosophy permeates that portion of the text. In-house lawyers should aspire to be lawyer-statespersons “who can resolve the central tension of being both a partner to the business leader and the ultimate guardian of the corporation’s integrity,” the paper states.

And they “have a special calling to surface, analyze and recommend actions relating both to the corporation’s employees and to other stakeholders that go beyond what the formal legal and accounting rules require, and that address the many ethical issues facing global business in challenging environments,” it adds. The authors say they are aware of the dramatic changes that make such an ethical vision of lawyering especially difficult today. “Nevertheless,” they say, “we reject the idea that there is an inherent and irresolvable conflict between ‘business’ and ‘service.’”

Heineman elaborates on his lawyer-statesperson theory in a class he co-teaches both at Harvard Law School and at Yale Law School titled “Lawyer as Leader: Challenges of a General Counsel.”

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