

CHAPTER 17. AUTHORIZED HOUSE COUNSEL RULE

17-1. GENERALLY

RULE 17-1.1 PURPOSE

The purpose of this chapter is to facilitate the relocation of persons employed by or to be employed by any business organization, as herein defined, for the purpose of undertaking, in whole or in part, activities, as herein defined, for such organizations. Notwithstanding the provisions of article I, sections I, Rules of the Supreme Court of Florida Relating to Admissions to the Bar, this chapter shall authorize attorneys licensed to practice in jurisdictions other than Florida to be permitted to undertake said activities in Florida while exclusively employed by a business organization without the requirement of taking the bar examination.

Added April 21, 1994 (645 So.2d 968).

RULE 17-1.2 DEFINITIONS

(a) Authorized House Counsel. An authorized house counsel is any person who:

(1) is either licensed to practice law in a United States jurisdiction other than Florida or admitted or otherwise authorized to practice as a lawyer or counselor of law or the equivalent in a foreign jurisdiction and subject to effective regulation and discipline by a duly constituted professional body or public authority or subject to recognized legal obligations pertaining to their status as lawyers;

(2) is exclusively employed by a business organization located in Florida and is residing in Florida or relocating to Florida for employment within 6 months of the application under this chapter and receives or will receive compensation for activities performed for that business organization;

(3) has completed an application for certification as required elsewhere in this chapter; and

(4) has been certified as an authorized house counsel by the Supreme Court of Florida.

(b) Business Organization. A business organization is a corporation, partnership, association, or other legal entity (taken together with its respective parents, subsidiaries, and affiliates) authorized to transact business in this state that is not itself engaged in the practice of law or the rendering of legal services outside of the organization, whether for a fee or otherwise, and does not charge or collect a fee for the representation or advice other than to entities comprising that organization by the activities of the authorized house counsel. A business organization does not include a governmental entity, governmental subdivision, political subdivision, or school board, or any other entity that has the authority to levy a tax.

Added April 21, 1994 (635 So.2d 968); Amended March 18, 1999 (746 So.2d 442); May 20, 2004 (SC03-705) (875 So.2d 448); December 20, 2007, effective March 1, 2008 (SC06-736)(978 So.2d 91); November 19, 2009, effective February 1, 2010 (SC08-1890) (34 Fla.L.Weekly S628a), amended November 9, 2017, effective February 1, 2018 (SC16-1961).

RULE 17-1.3 ACTIVITIES

(a) Authorized Activities. An authorized house counsel may provide legal services in Florida solely to the employing business organization to which certification is applicable but may only engage in the following activities:

- (1) giving legal advice to the directors, officers, employees, and agents of the business organization regarding its business;
- (2) negotiating and documenting all matters for the business organization;
- (3) representation of the business organization in its dealings with any administrative agency or commission having jurisdiction; and
- (4) providing pro bono legal services under chapter 12 of these rules if certified as an emeritus lawyer.

(b) Disclosure. In any communication with individuals or organizations outside of the business organization, authorized

house counsel must disclose that they are not licensed to practice law in the state of Florida. If the communication is in writing, authorized house counsel must disclose in writing the name of the business organization, their title or function, and that they are not licensed to practice law in the state of Florida. Authorized house counsel may not represent themselves as members of The Florida Bar or licensed to practice law in this state.

(c) Limitation on Representation. In no event will permitted activities include the individual or personal representation of any shareholder, owner, partner, officer, employee, servant, or agent in any matter or transaction or the giving of advice unless otherwise permitted or authorized by law, code, or rule or allowed by subdivision (a) of this rule or the appearance as counsel in any court, administrative tribunal, agency, or commission situated in Florida unless the rules governing the court or body authorize the appearance or the lawyer is specially admitted by the court or body in the case.

(d) Opinions to Third Parties. An authorized house counsel may not express or render a legal judgment or opinion other than when representing the authorized house counsel's employer.

Added April 21, 1994 (635 So.2d 968). Amended March 23, 2000 (763 So.2d 1002); April 25, 2002 (820 So.2d 210); December 20, 2007, effective March 1, 2008 (SC06-736) (978 So.2d 91); amended May 29, 2014, effective June 1, 2014 (SC12-2234), amended November 9, 2017, effective February 1, 2018 (SC16-1961).

RULE 17-1.4 CERTIFICATION

(a) Filing with The Florida Bar. The following must be filed with The Florida Bar by an individual seeking to be certified as authorized house counsel:

(1) documentation or a certificate from all applicable United States and foreign jurisdictions proving that the registrant meets the requirements of rule 17-1.2(a)(1) and if the lawyer is in inactive status, the documentation or certification must certify that the lawyer is in voluntary inactive status and was not placed on inactive status involuntarily;

(2) a sworn statement by the registrant that the registrant:

(A) has read and is familiar with chapters 4 and 17 of the Rules Regulating The Florida Bar and will abide by its provisions;

(B) submits to the jurisdiction of the Supreme Court of Florida for disciplinary purposes as defined in chapter 3 of the Rules Regulating The Florida Bar and this chapter;

(C) is not subject to a disciplinary proceeding or outstanding order of reprimand, censure, or disbarment, permanent or temporary, for professional misconduct by the bar or courts or duly constituted organization overseeing the profession or granting authority to practice law of any jurisdiction and has not been permanently denied admission to practice before the bar or duly constituted organization overseeing the profession or granting authority to practice law of any jurisdiction based on the person's character or fitness; and

(D) authorizes notification of any disciplinary or other action taken against the registrant to or from the disciplinary authority or duly constituted organization overseeing the profession or which granted authority to practice law in all United States and foreign jurisdictions where the applicant is licensed or otherwise authorized to practice law.

(3) a certificate from a business organization certifying that it meets the definition of a business organization as defined elsewhere in this chapter, that it is aware that the registrant is not licensed to practice in Florida, and it is not relying on The Florida Bar in any manner in employing the authorized house counsel;

(4) an application to The Florida Bar as promulgated by the executive director of The Florida Bar; and

(5) a filing fee set by the executive director of The Florida Bar in an amount not to exceed the amount applicable for admission

to the bar examination for a lawyer licensed in a state other than Florida.

(b) Review by The Florida Bar. The Florida Bar will review applications for compliance with this chapter.

(c) Certification by Court. The Florida Bar will submit the name and address of all registrants meeting the requirements of this rule to the clerk of the Supreme Court of Florida with a request that the registrant be certified as authorized house counsel. If the registrant is employed in Florida, authorization to perform services under this rule becomes effective on the date the clerk of the Supreme Court of Florida approves the request for certification. If the registrant is relocating to Florida, the authorization becomes effective on the date of employment in Florida, which must be within 6 months of the date of the application.

(d) Annual Renewal. The certification under this chapter is annual. The authorized house counsel must pay an annual fee that is the same fee paid by active members of The Florida Bar and provide any information the bar requires during the time set by the bar.

(e) Duty to Update. An authorized house counsel must report any change in their license status or authority to practice in another applicable United States or foreign jurisdiction within 30 days of the effective date of the change in status. If an individual certified as an authorized house counsel chooses inactive status in any jurisdiction after certification, the authorized house counsel must provide documentation as required by subdivision (a)(1) of this rule. Failure to provide notice or documentation by the authorized house counsel is a basis for discipline pursuant to the Rules Regulating The Florida Bar.

Added April 21, 1994 (635 So.2d 968). Amended March 18, 1999 (746 So.2d 442); March 23, 2000 (763 So.2d 1002); Apr, 2002 (820 So.2d 210); May 20, 2004 (875 So.2d 448); December 20, 2007, effective March 1, 2008 (SC06-736) (978 So.2d 91); November 19, 2009, effective February 1, 2010 (SC08-1890) (34 Fla.L.Weekly S628a), amended November 9, 2017, effective February 1, 2018 (SC16-1961).

RULE 17-1.5 TERMINATION OR WITHDRAWAL OF CERTIFICATION

(a) Cessation of Authorization to Perform Services.

Authorization to perform services under this rule ceases on the earliest of the following events:

- (1) the termination or resignation of employment with the business organization where the authorized house counsel was employed at the time of certification; however, if the authorized house counsel begins employment with another business organization within 30 days of the termination or resignation and that business organization provides the certificate required for certification, the authorization to perform services under this chapter will continue;
- (2) request by the business organization that the certification be withdrawn;
- (3) request by the authorized house counsel that the certification be withdrawn;
- (4) relocation of an authorized house counsel outside of Florida for a period greater than 180 days;
- (5) disbarment or suspension from the practice of law, revocation of the authority to practice law, or involuntary placement on inactive status, by a court or other authorized agency of another state or foreign jurisdiction by a duly constituted organization overseeing the profession or having the ability to grant the authority to practice law or by a federal court; or
- (6) the failure of authorized house counsel to comply with any provision of this rule.

(b) Notice to The Florida Bar by the Authorized House Counsel. Notice of 1 of the events set forth in this rule or a new certificate as provided in this rule must be filed with The Florida Bar by the authorized house counsel within 30 days after the event.

(c) Termination of Authorization. The Florida Bar will request that the clerk of the Supreme Court of Florida terminate the authorization under this chapter after The Florida Bar has received the notice required by subsection (a) of this rule. The Florida Bar will mail notice of the termination issued by the clerk to the authorized house counsel and to the business organization employing the authorized house counsel.

(d) Reapplication. An individual previously certified as an authorized house counsel may reapply for certification as long as the requirements of this chapter are met.

(e) Recertification. Individuals whose authorized house counsel status was terminated for failure to pay annual fees or complete continuing legal education or basic skills course requirements may be recertified in the same manner that delinquent members of The Florida Bar are reinstated, as provided elsewhere in these rules.

Added April 21, 1994 (635 So.2d 968). Amended Sept. 24, 1998, effective Oct. 1, 1998 (718 So.2d 1179); March 18, 1999 (746 So.2d 442); November 19, 2009, effective February 1, 2010 (SC08-1890) (34 Fla.L.Weekly S628a), amended November 9, 2017, effective February 1, 2018 (SC16-1961).

RULE 17-1.6 DISCIPLINE

(a) Termination of Authorization by Court. The Supreme Court of Florida may temporarily or permanently terminate an authorized house counsel's certification with cause at any time, in addition to any other proceeding or discipline that may be imposed by the Supreme Court of Florida under chapter 3 of these rules.

(b) Notification to Other States. The Florida Bar is authorized to notify each entity governing the practice of law in the state, territory, or the District of Columbia in which the authorized house counsel is licensed to practice law of any disciplinary action against the authorized house counsel.

Added April 21, 1994 (635 So.2d 968), amended November 9, 2017, effective February 1, 2018 (SC16-1961).

RULE 17-1.7 OPEN/VACANT

Added April 21, 1994 (635 So.2d 968). Amended May 20, 2004 (SC03-705), deleted November 9, 2017, effective February 1, 2018 (SC16-1961).

RULE 17-1.8 AMENDMENT OR REVOCATION

The Supreme Court of Florida has the inherent power to amend or revoke this rule, in whole or in part, in accordance with the procedures for amending the Rules Regulating The Florida Bar.

Added April 21, 1994 (635 So.2d 968).

RULE 17-1.9 CONTINUING LEGAL EDUCATION REQUIREMENT

An individual certified as an authorized house counsel shall comply with rules 6-10.3, 6 10.4, and 6-12.3 of the Rules Regulating The Florida Bar unless the individual is eligible for an exemption to rule 6-12.3 pursuant to rule 6-12.4.

Added November 19, 2009, effective February 1, 2010 (SC08-1890) (34 Fla.L.Weekly S628a).