



Law and Ethics of Lawyering Final Exam

(Law 473, Section 1002)

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This exam has 4 questions with a total time limit of 3½ hours. Question 1 (60 minutes) is worth 40% of the final score. Question 2 (40 minutes) is worth 26.7% of the final score. Question 3 (30 minutes) is worth 20% of the final score. Question 4 (20 minutes) is worth 13.3% of the final score. You should allocate your time accordingly. The total time limit includes 60 minutes of discretionary time to use for transportation, printing, unforeseen delays or whatever you'd like (but please, not to spew unorganized thoughts!).

This is a “take-home” exam, meaning that you can take the exam anywhere you like. For your convenience, I have reserved Room 325 for using laptops, Room 307 for handwriting exams, and the Miller computer lab for using the school's desktop computers or printing. However, you can take the exam in the library, another open classroom or outside the law school.

You must return the exam to me in my office (Room 110) or by email (see below) by 12:00 pm Central time. www.time.gov provides the official time for the exam. Because I have already given you ample discretionary time for unforeseen problems, **THERE IS NO ADDITIONAL GRACE PERIOD—NOT EVEN ONE MINUTE. I DO NOT INTEND TO GRADE LATE EXAMS. NO EXCUSES!**

This is an “open book” exam, meaning that you may use any written material you want. However, during the exam, you may not communicate about the exam or your answer with anyone (orally, electronically or otherwise).

If you use a computer:

- You may return your answer by delivering a printed copy to me in Room 110 or by emailing it to Carrie at carrie.kratochvil@marquette.edu. Include page numbers and your exam number on every page of your exam, but do not otherwise include any information that would identify yourself in the exam.
- If you email Carrie your answer, your answer is not received until your exam is in her inbox *and* she can successfully open and print the file using Microsoft Word for Windows 2000. She will promptly reply to confirm that she can print your answer, in which case her reply email confirms receipt of your exam. However, if you do not promptly receive a reply from her, I expect you to take all necessary steps to turn in your answer before the deadline. You can reach me by phone at (414) 288-5232.

- NO TIME EXTENSIONS WILL BE GIVEN DUE TO COMPUTER, EQUIPMENT OR POWER FAILURES, BECAUSE WE CANNOT OPEN OR PRINT YOUR FILE, OR BECAUSE OF DIFFICULTIES TRANSMITTING THE FILE VIA THE INTERNET (although I might make special adjustments for widespread power or email failures).
- At the top of each question's answer, you must tell me the number of words in your answer. I DO NOT INTEND TO GRADE AN ANSWER THAT EXCEEDS THE WORD LIMIT BY EVEN ONE WORD. FAILURE TO INCLUDE A WORD COUNT, OR INACCURATELY REPORTING A WORD COUNT, MAY LEAD TO SIGNIFICANT PENALTIES.
- If you submit multiple versions of your answer, I will randomly select one to grade unless you clearly and unambiguously indicate which version I should grade. In either case, I will toss all other versions of your answer without reviewing or grading them.

If you are hand-writing your exam, please write legibly! Also, include your exam number on every bluebook and tell me how many bluebooks you are submitting. Hand-written exams are not word-limited and do not require a word count.

Unless otherwise specified, assume that you and all parties are located in Wisconsin. Please apply the Wisconsin Rules of Professional Conduct. Where appropriate, you are welcome to reference differences between those rules and the Model Rules or the Ethics 2000 rules if you want.

In any question where you believe that a client waiver or consent is appropriate, you should discuss the specific details you would communicate to the client, such as the actual and reasonably foreseeable consequences to the client of granting the consent.

I have the following additional thoughts for you:

- I recommend that you spend adequate time reading the question and outlining a response.
- Read each question very carefully. Make sure you answer the questions actually asked. Do not answer questions that I did not ask.
- Some potential efficiency techniques:
 - Bullet points are OK
 - Short citation forms are OK
 - You can use abbreviations if you define them and they are not ambiguous
 - Please quote statutes or cases only as necessary to make your point
 - If any additional information would be useful in your analysis, indicate what information would be helpful and then state your assumptions in order to proceed with your analysis
- While generally your answers should be based on legal principles, you are also welcome to address other perspectives and concerns.

GOOD LUCK AND HAVE A GREAT SUMMER!

Question 1 (60 minutes; maximum of 1,200 typed words)

Rob owns 95% of Chapera Corp. and is the company's CEO. Rob invented the "doublevision" technology that is vital to Chapera's business. Rob owns the doublevision technology personally but permits Chapera to use the doublevision technology pursuant to an oral license agreement.

Rob has retained you to represent Chapera in a financing transaction. Before potential investors will make any investment, they want Chapera to renegotiate its license agreement with Rob and reduce it to writing. Therefore, Rob asks you to draft and negotiate the license agreement for the doublevision technology between him and Chapera. Can you do so? Does it matter if Rob retains his own attorney for the negotiations?

END OF QUESTION 1

Question 2 (40 minutes; maximum of 800 typed words)

You represent Protégé Corp., a small start-up company entering the disposable doodad business. Versacorp is the largest customer for disposable doodads, purchasing about 70% of the world's total supply of disposable doodads in any given year. Many sellers of disposable doodads compete for Versacorp's business. If Protégé can strike a deal to sell disposable doodads to Versacorp, Protégé will become a very valuable company and the company stockholders will benefit. On the other hand, if Protégé can't close a deal with Versacorp, Protégé will have difficulty finding enough buyers for its products and thus will likely go out of business.

Troy, a Versacorp manager, makes all of Versacorp's decisions about purchasing disposable doodads. Troy has set up a "fund" where any interested person can contribute money to sending Troy and his family on a nice Maui vacation. Troy asks if Protégé would like to contribute to the fund. Troy never says that doing so will determine whether Versacorp will purchase disposable doodads from Protégé, but that is the logical inference. You represent Protégé in the contract negotiations with Versacorp, so Protégé asks you about contributing to Troy's fund. What must you do? What would you prefer to do (if different)? What consequences do you expect?

END OF QUESTION 2

Question 3 (30 minutes; maximum of 600 typed words)

You are a junior associate at a law firm. Your firm represents multiple clients, including Saboga Corp. and Mogo Inc. Due to a clerical error, Saboga was billed for time that should have been charged to Mogo. The relationship partner on the Saboga account did not review the bill before it was sent. Saboga paid the bill without question. 11 months later, you discover this error. Your law firm no longer represents Mogo, so your firm can't bill Mogo for these charges if it wanted to. What must you do? What are you likely to do (if different)? Does your answer depend on the misbilled amount, the relative prosperity of Saboga or any other factors? NB: Do not discuss any issues related to confidentiality.

END OF QUESTION 3

Question 4 (20 minutes; maximum of 400 typed words)

You represent Trumptastic Corp. Donnie is a member of Trumptastic's board of directors. Donnie also participates in a mentorship program for inner-city youth. Donnie agrees to have his mentee Heidi "shadow" him for the day, meaning that Heidi does everything Donnie does for a day. Donnie shows up for Trumptastic's board meeting with Heidi in tow. At the board meeting, you plan to discuss your findings from an investigation into an allegation of sexual harassment by one of Trumptastic's employees. What should you do? What are you likely to do (if different)?

END OF QUESTION 4
END OF EXAM