

NOTICE TO THE BAR

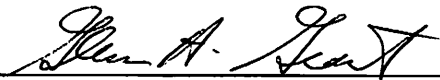
AMENDMENT TO RULE OF PROFESSIONAL CONDUCT 7.5

The New Jersey Supreme Court in the attached April 5, 2022 Order has amended RPC 7.5 (“Law Firm Names and Letterheads”) to expressly refer to law firms organized as a professional services corporation (PC), limited liability company (LLC), or limited liability partnership (LLP) as well as to traditional partnerships. RPC 7.5(d) was part of the original RPCs enacted in 1984. It predates Rules 1:21-1B and 1:21-1C, concerning law firms that are LLCs or LLPs; those Rules were enacted in 1997.

RPC 7.5(d)(2) now applies to law firms organized as a PC, LLC, or LLP as well as to traditional partnerships. The Rule is intended to ensure that a law firm name is not misleading and reflects the names of lawyers who actually have responsibility for the firm’s performance of legal services.

The Court also adopted an official comment to clarify the application of the Rule to law firm names that reflect lawyers who died or retired prior to the time the firm reconstituted itself to a PC, LLC, or LLP.

The Court also amended Rule 1:21-1B(a)(1), to correct the reference to the statutory citation concerning limited liability companies. The prior Act was repealed and replaced with the Revised Uniform Limited Liability Company Act, N.J.S.A. 42:2C-1 to -94.



Glenn A. Grant
Administrative Director

Dated: April 22, 2022

SUPREME COURT OF NEW JERSEY

It is ORDERED that the attached amendments to RPC 7.5 of the Rules of Professional Conduct, which are included as an Appendix to Part I of the Rules Governing the Courts of the State of New Jersey, and Rule 1:21-1B of the Rules Governing the Courts of the State of New Jersey are adopted to be effective immediately.

For the Court,

A handwritten signature in blue ink, appearing to read "Stuart Rosen", written over a horizontal line.

Chief Justice

Dated: April 5, 2022

RPC 7.5 Law Firm Names and Letterheads

(a)...no change

(b)...no change

(c)...no change

(d) (1) Lawyers may state or imply that they practice in a partnership only if the persons designated in the law firm name and the principal members of the firm share in the responsibility and liability for the firm's performance of legal services.

(2) When lawyers practice in an entity authorized by Rules 1:21-1A, 1:21-1B, or 1:21-1C, the persons designated in the law firm name must be shareholders, members, or partners of the entity.

(e)...no change

(f)...no change

Note: Adopted July 12, 1984, to be effective September 10, 1984; paragraphs (a) and (d) amended, paragraph (e) amended and redesignated as paragraph (f) and new paragraph (e) added June 29, 1990, to be effective September 4, 1990; paragraph (a) amended January 5, 2009 to be effective immediately; paragraph (e) amended[,] and Official Comment to paragraph (e) adopted July 27, 2015 to be effective September 1, 2015; caption and paragraphs (a), (b), (c), (d), (e), and (f) amended September 9, 2020 to be effective immediately; paragraph (d) amended and Official Comment to paragraph (d) adopted April 5, 2022 to be effective immediately.

Official Comment to RPC 7.5(e) by the Supreme Court (July 27, 2015)

...no change.

Official Comment to RPC 7.5(d) by Supreme Court (April 5, 2022)

The name of the partnership or entity may reflect the names of lawyers who were principal partners, members, or shareholders in a predecessor firm who are deceased or retired.

1:21-1B. Limited Liability Companies for the Practice of Law

(a) Attorneys may engage in the practice of law as limited liability companies in the same manner as an individual or a partnership may engage in the practice of law, provided that:

(1) All provisions of the [“New Jersey Limited Liability Company Act,” N.J.S.A. 42:2B-1 through 70] “Revised Uniform Limited Liability Company Act,” N.J.S.A. 42:2C-1 through 94, shall be complied with, except where inconsistent with these rules.

(2)...no change.

(3)...no change.

(4)...no change.

(5)...no change.

(6)...no change.

(b)...no change.

(c) The name of the limited liability company shall comply with the provisions of RPC 7.5. Wherever the name of the limited liability company is used it shall be followed by the phrase “A limited liability company,” or by any other phrase or abbreviation authorized by N.J.S.A. [42:2B-3] 42:2C-2 to indicate that it is a limited liability company. In the case of a foreign limited liability company, the phrase shall also identify the jurisdiction of formation

(e.g., “A limited liability company formed in the State of New York”). The limited liability company name shall be used on all pleadings, correspondence or other documents. Correspondence, pleadings and other documents executed in connection with the practice of law shall be executed on behalf of the limited liability company by one of its members, employees, agents or representatives who is an attorney licensed to practice law. Limited liability company documents executed other than in connection with the practice of law may be executed on behalf of the limited liability company by an authorized employee who is not licensed to practice law.

(d)...no change.

Note: Adopted November 18, 1996 to be effective January 1, 1997; paragraph (c) amended September 9, 2020 to be effective immediately; paragraph (b) amended December 21, 2021 to be effective January 1, 2022; subparagraph (a)(1) and paragraph (c) amended April 5, 2022 to be effective immediately.