

1 **Rule 1.13. Organization as a client.**

2 ~~(a) A licensed paralegal practitioner employed or retained by an organization~~
3 ~~represents the organization acting through its duly authorized constituents.~~

4 ~~(b) If a licensed paralegal practitioner for an organization knows that an officer,~~
5 ~~employee or other person associated with the organization is engaged in action,~~
6 ~~intends to act or refuses to act in a matter related to the representation that is a~~
7 ~~violation of a legal obligation to the organization, or a violation of law that reasonably~~
8 ~~might be imputed to the organization, and that is likely to result in substantial injury to~~
9 ~~the organization, then the licensed paralegal practitioner shall proceed as is reasonably~~
10 ~~necessary in the best interest of the organization. Unless the licensed paralegal~~
11 ~~practitioner reasonably believes that it is not necessary in the best interest of the~~
12 ~~organization to do so, the licensed paralegal practitioner shall refer the matter to higher~~
13 ~~authority in the organization, including, if warranted by the circumstances, to the~~
14 ~~highest authority that can act on behalf of the organization as determined by applicable~~
15 ~~law.~~

16 ~~(c) Except as provided in paragraph (d), if~~

17 ~~(c)(1) despite the licensed paralegal practitioner's efforts in accordance with~~
18 ~~paragraph (b), the highest authority that can act on behalf of the organization insists~~
19 ~~upon or fails to address in a timely and appropriate manner an action, or a refusal to~~
20 ~~act, that is clearly a violation of law, and~~

21 ~~(c)(2) the licensed paralegal practitioner reasonably believes that the violation~~
22 ~~is reasonably certain to result in substantial injury to the organization, then the licensed~~
23 ~~paralegal practitioner may reveal information relating to the representation whether or~~
24 ~~not Rule 1.6 permits such disclosure, but only if and to the extent the licensed paralegal~~
25 ~~practitioner reasonably believes necessary to prevent substantial injury to the~~
26 ~~organization.~~

27 ~~(d) Reserved.~~

28 ~~(e) A licensed paralegal practitioner who has been discharged and reasonably~~
29 ~~believes the discharge was because of the licensed paralegal practitioner's actions~~
30 ~~taken pursuant to paragraphs (b) or (c), or who withdraws under circumstances that~~
31 ~~require or permit the licensed paralegal practitioner to take action under either of those~~
32 ~~paragraphs, shall proceed as the licensed paralegal practitioner reasonably believes~~
33 ~~necessary to ensure that the organization's highest authority is informed of the~~

34 ~~licensed paralegal practitioner's discharge or withdrawal.~~

35 ~~(f) In dealing with an organization's directors, officers, employees, members,~~
36 ~~shareholders or other constituents, a licensed paralegal practitioner shall explain the~~
37 ~~identity of the client when the licensed paralegal practitioner knows or reasonably~~
38 ~~should know that the organization's interests are adverse to those of the constituents~~
39 ~~with whom the licensed paralegal practitioner is dealing.~~

40 ~~(g) A licensed paralegal practitioner representing an organization may also~~
41 ~~represent any of its directors, officers, employees, members, shareholders or other~~
42 ~~constituents, subject to the provisions of Rule 1.7. If the organization's consent to the~~
43 ~~dual representation is required by Rule 1.7, the consent shall be given by an~~
44 ~~appropriate official of the organization other than the individual who is to be~~
45 ~~represented, or by the shareholders.~~

46 ~~(h) Reserved.~~

Effective May 1, 2019