

Professional Responsibility

Fall 2025

Professor Nicole Killoran

Mondays & Wednesdays, 2:10-3:25 PM, Oakes 107 (or on Teams, link [here](#))

Availability:

Appointments Rock: This [Motion scheduler](#) makes it simple.

My Location(s) and Hybrid Schedule:

- *Mon/Wed/Thu*: On campus, office located in the South Royalton Legal Clinic's suite, 2nd floor of the Legal Services Building.
- *Tue/Fri*: Working from home in Randolph, available via Teams or phone.

Office Hours: Mon/Wed, 1-2PM, Oakes 107 (or on Teams, link [here](#))

Email and Texting Preferred: nakilloran@vermontlaw.edu, 802-557-0770

Our Class:

This course is designed to introduce you to a lawyer's obligations – individually, and as a member of the legal profession – to the world in which you will soon work. We will discuss the ethical concerns inherent in the practice of law, as well as duties to clients and consequences for failing to satisfy those duties. We will look at all of this through a lens of the legal profession right now, with discussions of economic pressures, technological advancements, and shifts in public trust brought about by uncertainty in the rule of law.

A lawyer's work largely turns upon relationships; between lawyer and client, but also in connections with other lawyers, professionals, and society in general. This course offers you a chance to reflect on the lawyer you will become as you are building relationships (and building on relationships you started before or during law school).

I consider it to be *my* professional responsibility to do everything I can to ensure you are ready to face the ethical challenges (and other challenges) you will face as a lawyer. I commit to listening to feedback, tackling hard questions, and offering compassion and grace. I expect the same of everyone I work with professionally, including my students.

This is a residential course, and we will meet during our scheduled class time each week with a few exceptions:

- On occasion, if I am sick or have a family emergency, I may need to teach class virtually
- The day of the MPRE, and the day before Thanksgiving, I will cancel class.

During our time together (Mondays & Wednesdays, 2:10-3:25PM EST), frequently we will work together on problems, hypos, and simulations. We will also have guest speakers during the latter part of the semester. Be prepared to engage; this will not be a passive class.

Learning Objectives:

By the end of this course, students will be able to:

- Understand the framework of professional responsibility, and explain the structure of lawyer regulation in the U.S.
- Identify and resolve ethical dilemmas: apply the ABA Model Rules and relevant comments, evaluate competing duties, and propose reasoned, defensible courses of action
- Develop professional judgment: integrate rules, professionalism principles, and client-centered thinking, to make sound decisions in practice settings
- Prepare for the MPRE and demonstrate readiness for ethical-decision making in everyday lawyering
- Reflect on professional identity: articulate the values, responsibilities, and personal principles that will guide them in developing their identity as a lawyer

The MPRE:

Some of you will sit for the MPRE this semester (November administration on 11/12-11/13). We will dedicate a day in November before the MPRE to review strategies for approaching MPRE questions, practice timing drills, and debrief common mistakes. In addition, short question sets will be available in Canvas each week to build familiarity with question formats and common traps.

Assessment:

Your grade for the course will be based on a combination of participation, a midterm, and a final exam, with optional quizzes or short reflections.

- *Participation (15%)*: Being prepared for and actively engaging in on-call discussions; thoughtful contribution to small-group activities; constructive engagement with classmates and respect for others' perspectives
- *Midterm (30%)*: Short essay and multiple choice
- *Final Exam (50%)*: Short essay and multiple choice
- *Assessments/Essays (5%)*: Complete either quizzes on Canvas, or write two, 300-400 word reflections on topics such as, lessons learned from guest speakers, ethical issues encountered in clinical, internship, or work settings, or current debates in attorney regulation

Accessibility: Having the right environment in which to absorb and retain information is critically important. To that end, the following guidelines will be followed in the Canvas course and the classroom, in person and virtual:

- **Freedom to Roam:** If you need to get up and go potty, stand and listen, stretch your legs, wander, discharge nervous energy, focus your mind, etc., feel free to move around and do so at any time during class without announcing yourself.
- **Class Recordings:** Recordings with a transcript will be made of each lecture, and posted to the class Canvas page after class.
- **Lighting:** If you are light-sensitive, we can darken a portion of our classroom for comfort.

- **Creative Requests Welcome:** If you have any particular needs with regard to materials, classroom conditions, information delivery, instructions, sensory needs, etc., or if you have ideas for how the class may be made more accessible and inclusive, please let me know so I can adjust and provide what is needed.
- **Open Communication:** I am personally dedicated to helping each student feel supported, heard, understood, and accepted, as a foundation to strong learning during the semester. Please communicate questions, needs, feedback, concerns, and/or suggestions freely, and thank you.

Semester's Schedule and Readings:

Week Date Who is on call	Topic	Assignments (in recommended reading order)
Week 1 August 25, 2025 Everyone on call	The Buried Bodies: An Introduction to the Law of Lawyering	<ul style="list-style-type: none"> ➤ Listen, in full, to the Radiolab podcast on The Buried Bodies ➤ Read: <ul style="list-style-type: none"> ➤ Model Rule 1.6 and all comments ➤ Jefferson Pearce text, pp. 1 – 7, including all blue boxes ➤ Albert, Care, Not Respect: Teaching Professionalism
Week 1 August 27, 2025 Group 1 on call	Lawyer Regulation & Beginning/Ending the Lawyer-Client Relationship	<ul style="list-style-type: none"> ➤ Identify website describing the requirements for bar admission in the jurisdiction(s) where you plan to seek admission to practice law (recommend starting w/NCBEx website) ➤ Model Rules: <ul style="list-style-type: none"> ➤ Rule 8.5(a) and Comment 1 ➤ Rule 2.1 and all Comments ➤ Jefferson Pearce text: <ul style="list-style-type: none"> ➤ Pp. 71 – 82, stop @ <i>Cunningham</i> ➤ Pp. 94-101, start @ IV, stop after <i>Whiting</i>
Week 2 September 1, 2025	Labor Day	No class
Week 2 September 3, 2025 Group 2 on call	Lawyer Competence – Different Frameworks	<ul style="list-style-type: none"> ➤ Jefferson Pearce text: Pp. 101-125, start @ V, include the Practice Pointer on p. 106 and the FYI on p. 125 ➤ Introduction (pp. 1 – 5) to Foundations for Practice's report, The Whole Lawyer ➤ https://www.lawdeltamodel.com/
Week 3 September 8, 2025 Group 3 on call	Allocating Authority and More on the Lawyer-Client Relationship	<ul style="list-style-type: none"> ➤ Jefferson Pearce text: <ul style="list-style-type: none"> ➤ p. 126 ➤ pp. 132-137, start @ B, stop @ <i>Strauss</i> ➤ p. 147 (all) ➤ pp. 149-151
Week 3 September 10, 2025 Everyone on call	Catch Up Day!	No new reading

Week 4 September 15, 2025 Group 1 on call	Confidentiality & Privilege: Part I	<ul style="list-style-type: none"> ➤ Jefferson Pearce text: <ul style="list-style-type: none"> ➤ pp. 247-257, start @ I, stop @ <i>Erie</i> ➤ pp. 263-64, start @ 2, stop @ <i>Upjohn</i> ➤ p. 276, Practice Pointer Only ➤ pp. 281-283, start @4, stop after Practice Pointer ➤ Model Rules 1.13(f)
Week 4 September 17, 2025 Group 1 on call	Confidentiality & Privilege: Part II	<ul style="list-style-type: none"> ➤ Jefferson Pearce text: <ul style="list-style-type: none"> ➤ pp. 302-304, start @ IV, stop @ <i>Upjohn</i> ➤ pp. 310-328, start @ V, stop @ bottom of p. 328 ➤ pp. 332-335, start @ 3, stop after Food for Thought
Week 5 September 22, 2025 Group 2 on call	Fees & Billing	<ul style="list-style-type: none"> ➤ Jefferson Pearce text: <ul style="list-style-type: none"> ➤ pp. 239-244, start @ <i>Evans</i> ➤ Rule 1.5 and all comments ➤ Lawyer Billing Ethics: Billing Tips for New Lawyers ➤ Sample fee agreement (to be posted to Canvas)
Week 5 September 24, 2025 Group 2 on call	Communications About a Lawyer's Services	<ul style="list-style-type: none"> ➤ Model Rule 7.1-7.3 and all comments ➤ Syllabus and holdings (roughly 433 U.S. 350-52, Bates v. State Bar of Ariz. (edited version available on Canvas))
Week 6 September 29, 2025 Group 3 on call	Conflicts of Interest: Introduction & Part I	<ul style="list-style-type: none"> ➤ Jefferson Pearce text: <ul style="list-style-type: none"> ➤ pp. 339-361, stop @ Sheppard Mullin ➤ pp. 336-367, read the Practice Pointer and the For More Info boxes
Week 6 October 1, 2025 Everyone on call	Catch up day!	No new reading
Week 7 October 6, 2025 Group 3 on call	Conflicts of Interest: Part II	<ul style="list-style-type: none"> ➤ Model Rule 1.8 and all comments ➤ Jefferson Pearce text: <ul style="list-style-type: none"> ➤ pp. 368 - 385 ➤ Read these blue boxes: Food for Thought, p. 371, Take Note, p. 375, Practice Pointer, p. 385
Week 7 October 8, 2025 Group 1 on call	Conflicts of Interest: Part III	Jefferson Pearce text: pp. 385 - 404, start @ B, read these blue boxes: Take Note, pp. 399 & 403
Week 8 October 13, 2025	Fall Break	No class
Week 8 October 15, 2025	Midterm	No new reading
Week 9 October 20, 2025 Group 1 on call	Who Can Practice Law?	<ul style="list-style-type: none"> ➤ Jefferson Pearce text: pp. 29 - 41, stop @ <i>Legal Zoom</i> ➤ Lants, Speaking of Justice: Paralegals' First Amendment Challenge to North Carolina's Unauthorized Practice of Law Rules
Week 9 October 22, 2025 Group 2 on call	Duties to Others: Part I	<ul style="list-style-type: none"> ➤ Jefferson Pearce text: pp. 411 - 429, stop @ Simulation, read Take Note on p. 418 and Food for Thought on p. 425

Week 10 October 27, 2025 Group 2 on call	Duties to Others: Part II	<ul style="list-style-type: none"> ➤ Model Rule 8.3 ➤ Jefferson Pearce text: <ul style="list-style-type: none"> ➤ pp. 431 – 446, start @ D, stop @ the blue box ➤ pp. 461 – 462, start @ J ➤ pp. 471 – 472, start @ K, stop @ Jones ➤ pp. 477 – 485, start @ I
Week 10 October 29, 2025 Group 3 on call	Code of Judicial Conduct	<ul style="list-style-type: none"> ➤ ABA Model Code of Judicial Conduct (preamble, Cannons 1, 2, and 4) ➤ SCOTUS, <i>Statement of the Court Regarding the Code of Conduct</i> ➤ Brennan Center, <i>New Supreme Court Ethics Code is Designed to Fail</i>
Week 11 November 3, 2025 Group 3 on call	The Unique Role of Prosecutors	<ul style="list-style-type: none"> ➤ Model Rule 3.8 and all comments ➤ <i>Berger v. U.S.</i>, 295 U.S. 78 (1935)
Week 11 November 5, 2025	MPRE Practice Day	No new reading
Week 12 November 10, 2025	Guest Lecture Series (see below)	TBD
Week 12 November 12, 2025	No class	MPRE 11/12-11/13
Week 13 November 17, 2025	Guest Lecture Series	TBD
Week 13 November 19, 2025	These classes will include guest speakers, including former Vermont state bar counsel, and a special class on launching a solo law practice	TBD
Week 14 November 24, 2025		TBD
Week 14 November 26, 2025	Turkey Day	No class
Week 15 December 1, 2025	Guest Lecture Series	TBD
Week 15 December 3, 2025	Final Review	No new reading