



**PENNSYLVANIA BAR ASSOCIATION  
COMMITTEE ON LEGAL ETHICS AND PROFESSIONAL RESPONSIBILITY**

**FORMAL OPINION  
2010-200**

**ETHICAL OBLIGATIONS ON MAINTAINING A VIRTUAL OFFICE FOR THE  
PRACTICE OF LAW IN PENNSYLVANIA**

**I. Introduction and Summary**

In an effort to reduce costs and to improve efficiency, attorneys have embraced the “virtual law office” (“VLO”) as a method of eliminating or drastically reducing the overhead associated with brick and mortar facilities. Although each VLO will differ in some respects, for purposes of this opinion, a VLO is defined as a law office that exists without a traditional physical counterpart, in which attorneys primarily or exclusively access client and other information online, and where most client communications are conducted electronically, e.g., by email, etc.<sup>1</sup>

Lawyers cite many benefits to utilizing a VLO, including:

- Allowing attorneys to work from any location with Internet access, thereby enhancing mobility, and permitting attorneys to juggle work and family obligations more flexibly;
- Offering clients the ability to discuss matters online, download and upload documents for review, and handle other business transactions electronically;<sup>2</sup>
- Reducing or eliminating the overhead associated with traditional law offices; and
- Using online client and revenue generating software to manage case files and increase income.

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<sup>1</sup> There are many types of VLOs, just as there are various forms of traditional law offices. This Opinion is not intended to address every possible type of VLO, but is designed to answer the most common questions about VLOs.

<sup>2</sup> Because both traditional and VLOs may utilize client portals, i.e., websites that allow clients to access all or selected portions of their files through the Internet, this Opinion does not address issues relating to client portals.

In Inquiry No. 2009-053, this Committee considered whether a lawyer may maintain a VLO operated from the lawyer's home. The lawyer neither met with clients in his home nor listed his home address on legal stationery, advertising, or a website; rather, the lawyer used a post office box as the sole physical address for the law office. Since responding to that inquiry, this Committee has received numerous inquiries regarding the ethical obligations of attorneys who operate VLOs.<sup>3</sup> This Opinion will address the issues raised in those inquiries, *to wit*:

- Whether an attorney may maintain a VLO in Pennsylvania;
- Whether an attorney may maintain a VLO in which the attorney works from home, and associates, if any, work from their homes in various locations, including locations outside of Pennsylvania;
- Whether an attorney with a VLO must list a physical address in advertisements and on letterheads;
- Whether an attorney must specify the geographic location where the attorney will perform the services advertised and/or meet clients at that location;
- Whether an attorney with a VLO may use a post office box as the address where services are rendered;
- Whether a VLO must disclose the multiple cities and states where each attorney employed by the firm is performing the services advertised;
- Whether an attorney practicing in a VLO may state that his or her fees are lower than those of traditional brick and mortar law offices;
- Whether an attorney practicing in a VLO needs to take additional precautions to comply with his or her duty of confidentiality; and
- Whether maintaining a VLO, where attorneys and clients do not meet face to face, requires additional safeguards to (1) confirm the identity of clients and others; and (2) deal with those circumstances in which a client may have diminished capacity.

This Committee concludes that:

- An attorney may maintain a VLO in Pennsylvania;

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<sup>3</sup> This Opinion also does not address cloud computing, i.e., online software services provided by other businesses, such as "Google Docs," which allow users to save, access, email and edit documents, case data, and other information online.

- An attorney may maintain a VLO in which the attorney works from home, and associates work from their homes in various locations, including locations outside of Pennsylvania;
- An attorney practicing in a VLO is not required to list a physical address in advertisements and on letterheads;
- An attorney with a VLO is not required to meet with clients at the address listed in any advertisements and/or in the geographic location where the attorney will perform the services advertised, but must disclose to the client all of the information required under the Rules of Professional Conduct;
- An attorney may use a post office address in advertisements and letterheads, but may not state that services are performed at the address where the post office box is located;
- A VLO must disclose information specifying where the services advertised will be performed, but need not disclose the specific address where each attorney is located;
- An attorney practicing in a VLO may not state that his or her fees are lower than those of traditional brick and mortar law offices, but may state, if accurate, that the firm's overhead may be lower than traditional brick and mortar offices, thereby possibly reducing the fees the firm charges clients;
- There are no additional precautions necessary for an attorney practicing in a VLO to comply with his or her duty of confidentiality beyond those required of all attorneys; and
- An attorney practicing in a VLO at which attorneys and clients do not generally meet face to face must take appropriate safeguards to: (1) confirm the identity of clients and others; and (2) address those circumstances in which a client may have diminished capacity.

## **II. Discussion**

### **A. Pa. Rules of Professional Conduct: Mandatory and Prohibited Conduct**

Each of the issues raised in this Opinion implicates various Rules of Professional Conduct that affect an attorney's responsibilities towards clients, potential clients, other parties, and counsel. Although no Pennsylvania Rule of Professional Conduct specifically addresses VLOs, the Committee's conclusions are consistent with existing Rules. The Rules implicated by these issues include:

- Rule 1.4 ("Communication");

- Rule 1.14 (“Client with Diminished Capacity”);
- Rule 1.6 (“Confidentiality of Information”);
- Rule 1.18 (“Duties to Prospective Clients”);
- Rule 5.1 (“Responsibilities of Partners, Managers, and Supervisory Lawyers”);
- Rule 7.1 (“Communications Concerning a Lawyer’s Service”);
- Rule 7.2 (“Advertising”); and
- Rule 7.5 (“Firm Names and Letterheads”).

The Rules define the requirements and limitations on an attorney’s conduct that may subject the attorney to disciplinary sanctions. While the Comments may assist an attorney in understanding or arguing the intention of the Rules, they are not enforceable in disciplinary proceedings.

**B. Communications with Clients**

A lawyer operating a VLO is under the same obligations to communicate with his or her clients as a lawyer who works in a traditional office.

Rule 1.4 (“Communication”) states in relevant part:

- (a) A lawyer shall:
  - (1) promptly inform the client of any decision or circumstance with respect to which the client's informed consent, as defined in Rule 1.0(e), is required by these Rules;
  - (2) reasonably consult with the client about the means by which the client's objectives are to be accomplished;
  - (3) keep the client reasonably informed about the status of the matter;
  - (4) promptly comply with reasonable requests for information; and
  - (5) consult with the client about any relevant limitation on the lawyer's conduct when the lawyer knows that the client expects assistance not permitted by the Rules of Professional Conduct or other law.

Rule 1.14 (“Client with Diminished Capacity”) states:

- (a) When a client's capacity to make adequately considered decisions in connection with a representation is diminished, whether because of minority, mental impairment or for some other reason, the

lawyer shall, as far as reasonably possible, maintain a normal client-lawyer relationship with the client.

(b) When the lawyer reasonably believes that the client has diminished capacity, is at risk of substantial physical, financial or other harm unless action is taken and cannot adequately act in the client's own interest, the lawyer may take reasonably necessary protective action, including consulting with individuals or entities that have the ability to take action to protect the client and, in appropriate cases, seeking the appointment of a guardian ad litem, conservator or guardian.

(c) Information relating to the representation of a client with diminished capacity is protected by Rule 1.6. When taking protective action pursuant to paragraph (b), the lawyer is impliedly authorized under Rule 1.6(a) to reveal information about the client, but only to the extent reasonably necessary to protect the client's interests.

An attorney maintaining a VLO may have unique communication considerations that attorneys in traditional physical offices do not face. For example, because the lawyer may only communicate with a client by email, the lawyer must take appropriate steps to confirm that the client has read and understands the information provided. In addition, there may be situations in which an attorney has reason to believe that a client may be incompetent or otherwise have diminished capacity.<sup>4</sup> While this problem also confronts attorneys in traditional physical offices, those attorneys may be able to recognize incompetency through visual cues. Therefore, attorneys maintaining a VLO may need to take special precautions to enable them to recognize incompetency issues as efficiently as traditional lawyers.

### **C. Confidentiality and Conflicts of Interest**

An attorney with a VLO is under the same obligation to maintain client confidentiality as is the attorney within a traditional physical office.

Rule 1.6 (“Confidentiality of Information”) states in relevant part:

(a) A lawyer shall not reveal information relating to representation of a client unless the client gives informed consent, except for disclosures that are impliedly authorized in order to carry out the representation, and except as stated in paragraphs (b) and (c).

...

(d) The duty not to reveal information relating to representation of a client continues after the client-lawyer relationship has terminated.

Rule 1.18 (“Duties to Prospective Clients”) states:

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<sup>4</sup> See, PBA Ethics Inquiry No. 91-176 (“it is the duty of the [attorney] to be sure that [ ] clients are competent to properly consider the[ir] decision[s] and are not incapacitated in any manner (because of age, mental condition, etc.).”

(a) A person who discusses with a lawyer the possibility of forming a client-lawyer relationship with respect to a matter is a prospective client.

(b) Even when no client-lawyer relationship ensues, a lawyer who has had discussions with a prospective client shall not use or reveal information which may be significantly harmful to that person learned in the consultation, except as Rule 1.9 would permit with respect to information of a former client.

(c) A lawyer subject to paragraph (b) shall not represent a client with interests materially adverse to those of a prospective client in the same or a substantially related matter if the lawyer received information from the prospective client that could be significantly harmful to that person in the matter, except as provided in paragraph (d). If a lawyer is disqualified from representation under this paragraph, no lawyer in a firm with which that lawyer is associated may knowingly undertake or continue representation in such a matter, except as provided in paragraph (d).

(d) When a lawyer has received disqualifying information as defined in paragraph (c), representation is permissible if:

(1) both the affected client and the prospective client have given informed consent, or;

(2) all of the following apply:

(i) the disqualified lawyer took reasonable measures to avoid exposure to more disqualifying information than was reasonably necessary to determine whether to represent the prospective client;

(ii) the disqualified lawyer is screened from any participation in the matter and is apportioned no part of the fee therefrom; and

(iii) written notice is promptly given to the prospective client.

Because the need to maintain confidentiality is crucial to the attorney-client relationship, attorneys in a VLO must take appropriate measures to protect confidential electronic communications. While the measures necessary to do so will vary based upon the technology and infrastructure of each office, common issues<sup>5</sup> include:

- Backing up data to allow the firm to restore data that has been lost, corrupted, or accidentally deleted;
- Installing a firewall to limit access to the firm's network;
- Limiting information that is provided to others to what is required/needed/requested;

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<sup>5</sup> These various safeguards also apply to traditional law offices.

- Avoiding inadvertent disclosure of information such as Social Security Numbers;
- Verifying the identity of individuals to whom the attorney provides confidential information;
- Refusing to disclose confidential information to unauthorized individuals (including family members and friends) without client permission;
- Protecting electronic records containing confidential data, including backups, by encrypting the confidential data;
- Implementing electronic audit trail procedures to monitor who is accessing the data; and
- Creating plans to address security breaches, including the identification of persons to be notified about any known or suspected security breach involving confidential data.

Attorneys in a VLO, or attorneys maintaining websites through which clients, prospective clients, and others may submit information, regardless whether there exists an attorney-client relationship, should also take protective measures to:

- Assure the confidentiality of information submitted through the website;
- Screen inquiries to avoid obtaining information from a prospective client that will conflict with the interests of current clients;
- Take other reasonable measures to assure that all confidential data are protected.

Rule 5.1 (“Responsibilities of Partners, Managers, and Supervisory Lawyers”) states:

(a) A partner in a law firm, and a lawyer who individually or together with other lawyers possesses comparable managerial authority in a law firm, shall make reasonable efforts to ensure that the firm has in effect measures giving reasonable assurance that all lawyers in the firm conform to the Rules of Professional Conduct.

(b) A lawyer having direct supervisory authority over another lawyer shall make reasonable efforts to ensure that the other lawyer conforms to the Rules of Professional Conduct.

(c) A lawyer shall be responsible for another lawyer’s violation of the Rules of Professional Conduct if:

- (1) the lawyer orders or, with knowledge of the specific conduct, ratifies the conduct involved; or

(2) the lawyer is a partner or has comparable managerial authority in the law firm in which the other lawyer practices, or has direct supervisory authority over the other lawyer, and knows of the conduct at a time when its consequences can be avoided or mitigated but fails to take reasonable remedial action.

It is likely in a VLO that a supervisory lawyer may not be practicing in the same building (or perhaps the same city or county) as subordinate lawyers over whom the lawyer has a duty of supervision. In these circumstances, a supervisory lawyer must “make reasonable efforts to ensure that the other lawyer conforms to the Rules of Professional Conduct.”

#### **D. Location of Law Practice and Advertising**

Rule 7.1 (“Communications Concerning a Lawyer’s Service”) states:

A lawyer shall not make a false or misleading communication about the lawyer or the lawyer’s services. A communication is false or misleading if it contains a material misrepresentation of fact or law, or omits a fact necessary to make the statement considered as a whole not materially misleading.

Rule 7.2 (“Advertising”) states in relevant part:

(h) Every advertisement that contains information about the lawyer’s fee, shall be subject to the following requirements:

(1) Advertisements that state or indicate that no fee shall be charged in the absence of recovery shall disclose that the client will be liable for certain expenses in addition to the fee, if such is the case.

(2) A lawyer who advertises a specific fee or hourly rate or range of fees for a particular service shall honor the advertised fee for at least ninety (90) days; provided that for advertisements in media published annually, the advertised fee shall be honored for no less than one (1) year following initial publication unless otherwise stated as part of the advertisement.

(i) All advertisements and written communications shall disclose the geographic location, by city or town, of the office in which the lawyer or lawyers who will actually perform the services advertised principally practice law. If the office location is outside the city or town, the county in which the office is located must be disclosed.

Rule 7.5 (“Firm Names and Letterheads”) states:

(a) A lawyer shall not use a firm name, letterhead or other professional designation that violates Rule 7.1. A trade name may be used by a lawyer in private practice if it does not imply a connection with a government, government agency or with a public or charitable legal services organization and is not otherwise in violation of Rule 7.1. If otherwise lawful a firm may use as, or continue to include in, its name, the name or names of one or more deceased or retired members of the firm or of a predecessor firm in a continuing line of succession.

(b) A law firm with offices in more than one jurisdiction may use the same name or other professional designation in each jurisdiction, but identification of the lawyers in an office of the firm shall indicate the jurisdictional limitations on those not licensed to practice in the jurisdiction where the office is located.

...

(d) Lawyers shall not state or imply that they practice in a partnership or other organization unless that is the fact.

As outlined in Inquiry No. 2009-053, this Committee believes that an attorney is not required to disclose the specific location of his or her office, but must disclose the geographic location, by city or town, of the office in which the lawyer or lawyers who will actually perform the services advertised principally practice law.

### **III. Questions Raised**

#### **A. Whether an attorney may maintain a VLO under the Rules of Professional Conduct?**

Yes. In Inquiry No. 2009-053, the inquirer asked whether the following conduct would comply with the Rules of Professional Conduct:

[You are] interested in starting a law practice using a “virtual office”...

[Your plan] would be to perform most of the work associated with the practice out of an office in [your] home. However, [you] would prefer neither to meet with clients there nor to identify [your] home address on [your] legal stationery, advertising, etc. There are technologies and services available to support this kind of a “virtual office” arrangement (*e.g.*, ReceptionHQ, an answering service with a live receptionist to answer calls and transfer them to [you] immediately or to take a message if [you are] unavailable). For hardcopy mail, [your] plan would be to use a local mailbox service (*e.g.*, Mailboxes, Etc., which provides 24 hour access to mail, package delivery notification, full-service mail & package receiving, mail holding & forwarding and postal services such as processing of return receipt requests). The address which would appear on [your] legal stationery, advertising, etc. would be:

Firm Name  
123 Main Street (*i.e.* the street address of the local mailbox service location)  
Unit # 456 (*i.e.*, the # would be that of the postal box within the mailbox service location)<sup>6</sup>  
City, PA 67890 (*i.e.*, city, state & zip code of local mailbox service location).

The author then concluded, as does the Committee, that:

- The manner in which the inquirer proposed to operate a VLO complied with the Pennsylvania Rules of Professional Conduct;
- The Rules do not address the operation of a “virtual office;”
- Rule 7.5 does not discuss what type of office/address information must be placed on letterhead or disclosed to clients; and
- Rule 7.5 does not prohibit the use of a VLO, or the use of a private mailbox or similar service, as a business address.

**B. Whether an attorney may maintain a VLO in which the attorney works from his home, and his associates, if any, work from their homes in various locations, including locations outside of Pennsylvania?**

Yes. As noted above, the Rules of Professional Conduct do not discuss or limit in any way the location from which an attorney (or law firm) may practice. Thus, an attorney, or all attorneys in a VLO, may practice from whatever locations they desire, provided they comply with the Rules of Professional Conduct, and any applicable Rules of Procedure or regulations governing their practices.

**C. Whether an attorney with a VLO must list a physical address in advertisements and on letterheads.**

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<sup>6</sup> The Committee notes that, consistent with Rule 7.1, the address provided by an attorney may not be misleading. Thus, letterhead or other documents that list a private mailbox or similar service as a physical address, but which is merely a mail drop, may be misleading and violate the Rules. Similarly, attorneys must also comply with their obligations under Pa.R.D.E. 219(d)(1)(ii), which requires that every attorney complete an Annual Registration Statement that includes:

The current residence and office address of the attorney, each of which shall be an actual street address or rural route box number, and the Attorney Registration Office shall refuse to accept a form that sets forth only a post office box number for either required address. A preferred mailing address different from those addresses may also be provided on the form and may be a post office box number. The attorney shall indicate which of the addresses, the residence, or mailing address, will be accessible through the website of the Board. (<http://www.padisciplinaryboard.org/>) and by written or oral request to the Board.

Finally, the Committee notes that attorneys must also comply with any requirements in the Rules of Civil Procedure that require the listing of addresses on pleadings and other filings.

No. Rule 7.2(i) does not require attorneys to list physical addresses in advertisements. Rather, the Rule requires attorneys to “disclose the geographic location, by city or town, of the office in which the lawyer or lawyers who will actually perform the services advertised principally practice law.” The Rule further states, “If the office location is outside the city or town, the county in which the office is located must be disclosed.”

Comment 11 to Rule 7.2 further explains:

[11] Paragraph (i) requires disclosure of the geographic location in which the advertising lawyer’s primary practice is situated. This provision seeks to rectify situations in which a person seeking legal services is misled into concluding that an advertising lawyer has his or her primary practice in the client’s hometown when, in fact, the advertising lawyer’s primary practice is located elsewhere. Paragraph (i) ensures that a client has received a disclosure as to whether the lawyer he or she ultimately chooses maintains a primary practice located outside of the client’s own city, town or county.

In furtherance of the Rules’ goals that clients are informed about the location where their attorneys practice, Rule 7.5(b) requires that “A law firm with offices in more than one jurisdiction may use the same name or other professional designation in each jurisdiction, but identification of the lawyers in an office of the firm shall indicate the jurisdictional limitations on those not licensed to practice in the jurisdiction where the office is located.” In each instance, the goal of the Rules is to assure that clients are informed about the locations where the firm operates and the jurisdictions in which attorneys at the firm practice.

**D. Whether any attorney must specify the geographical location where the attorney will perform the services advertised and/or meet the clients at that geographical location?**

Yes. Consistent with Rule 7.5, “an attorney must disclose the city or town or county of the place where he or she principally practices law.” The attorney is not required, however, to meet clients at a specific location. Thus, although an attorney may principally practice in one city, the Rules do not prohibit or limit the attorney’s ability to meet clients in another location because the location where the attorney meets the clients is not necessarily related to the jurisdiction where he or she is licensed or the geographic area where he or she primarily practices.

**E. Whether an attorney, with a VLO, may use a post office box as the address where services are rendered.**

Yes. An attorney may list a post office address on his website and/or letterhead. The Rules do not require an attorney to specify the particular address at which he or she practices. In fact, because attorneys in a VLO may not have an office, or attorneys who practice from home may not desire to either disclose their home addresses to clients or

may not wish to meet clients at their homes, the Rules do not require attorneys to list a specific street or other address on letterhead and other documents.

Thus, pursuant to Rule 7.2, the inquiry is whether the letterhead properly discloses “the geographic location, by city or town, of the office in which the lawyer or lawyers who will actually perform the services advertised principally practice law.” With regard to a VLO, this requirement may be particularly relevant. For example, if a VLO is comprised of two attorneys, one who handles employment matters, and the other who handles criminal cases, the letterhead and website must disclose “the geographic location, by city or town” of the office where the attorney who “*will actually perform the services advertised principally practice[s] law.*”

**F. Whether a VLO must disclose the multiple cities and states where each attorney employed by the firm is performing the services advertised.**

No. as noted above, Rule 7.2 requires letterhead and websites to disclose “the geographic location, by city or town” of the office where the attorney who “*will actually perform the services advertised principally practice[s] law.*” A VLO must disclose information specifying where the services advertised will be performed, but need not disclose the address where each attorney is located.

For example, a solo practitioner with a VLO, principally practicing law in Philadelphia, decides to expand the practice by hiring two additional attorneys, one of whom principally practices in Pittsburgh and one of whom principally practices in Harrisburg. The solo practitioner and his associates each work from home and share client files and communicate electronically. If the attorney in Philadelphia is sending the electronic files of his local clients to the two attorneys in Pittsburgh and Harrisburg, then the two attorneys in Pittsburgh and Harrisburg are principally practicing law in Philadelphia, even if they never set foot within that city. Such a situation is analogous to outsourcing,<sup>7</sup> and will not require the firm to list additional addresses in Pittsburgh and Harrisburg.<sup>8</sup>

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<sup>7</sup> See, ABA Formal Opinion 08-451 (permitting the practice of outsourcing legal work to attorneys licensed to practice law in other jurisdictions).

<sup>8</sup> If other states’ ethics rules permit VLOs, then the attorneys may open offices in other states. “There is no [ ] requirement that all the attorneys sharing in the firm be licensed in Pennsylvania. As a practical matter, more and more firms are opening branch offices not only in different states but also in different countries. . . [Attorneys] may use letterhead showing all the firm members (partners and associates) provided [they] clearly delineate the jurisdictional limitations of those attorneys who are not admitted in Pennsylvania. In the alternative, [they] may use letterhead with the firm name and the Pennsylvania address, without individual listing of the other partners or associates [who are not admitted in Pennsylvania] in the firm. [The] simple use of the firm name, (as opposed to individual listing on the letterhead). . . would not require delineation of the jurisdictional limitations of those partners.” Philadelphia Professional Guidance Committee Opinion 92-19. See also Pa.R.C.P. 7.5.

The Committee also notes that attorneys may only practice in states in which they or a member of their firm are licensed, and this Opinion does not expand or modify any Opinions concerning the unauthorized practice of law.

**G. Whether an attorney practicing in a VLO may state that his or her fees are lower than those of traditional brick and mortar law offices.**

No. An attorney practicing in a VLO may not state that his or her fees are lower than those of traditional brick and mortar law offices, but may disclose that the firm's overhead may be lower than traditional brick and mortar offices, thereby reducing the fees the firm charges clients. Operating a VLO does not necessarily mean that the firm's fees for legal services will be lower than those of traditional offices.

Further, Rule 7.1 precludes a lawyer from making a "false or misleading communication about the lawyer or the lawyer's services." The Rule defines a communication as "false or misleading if it contains a material misrepresentation of fact or law, or omits a fact necessary to make the statement considered as a whole not materially misleading." Legal fees vary from office to office, and from attorney to attorney, and it is not possible for an attorney to claim with any certainty, or with any reasonable basis, that his fees are lower than other attorneys' fees. As further noted in Comment 3 to Rule 7.1:

Similarly, an unsubstantiated comparison of the lawyer's services or fees with the services or fees of other lawyers may be misleading if presented with such specificity as would lead a reasonable person to conclude that comparison can be substantiated. The inclusion of an appropriate disclaimer or qualifying language may preclude a finding that a statement is likely to create unjustified expectations or otherwise mislead a prospective client.

The Committee does not believe, however, that an attorney may claim that his or her fees are lower than those of traditional brick and mortar law offices merely because the lawyer practices from a VLO. The Committee also does not believe that a proper disclaimer is possible with regard to legal fee claims such as this.

**H. Whether an attorney practicing in a VLO needs to take additional precautions to comply with his or her duty of confidentiality.**

No. All attorneys must assure the confidentiality of client information, and the issues confronting a VLO are similar to those of any law firm that has a website, allows attorneys to access the firm's computer from offsite, or that allows clients to access the firm's network remotely. Thus, consistent with their obligation of "competence" under Rule 1.1, every attorney must take reasonable precautions to assure the confidentiality of client information.

**I. Whether maintaining a VLO, where attorneys and clients do not meet face to face, requires additional safeguards to (1) confirm the identity of clients and others; and (2) deal with those circumstances in which a client may have diminished capacity.**

Yes. In a VLO, attorneys may meet with clients less frequently than in traditional offices; in fact, it is possible that attorneys may never meet their clients and will instead rely solely upon electronic communications. While this method of communication is generally acceptable, attorneys must be mindful of those situations in which they may be required to take extra measures to confirm the identity of the clients and to evaluate their clients' mental capacity.

Pursuant to Rule 1.14, an attorney is obligated to maintain a normal client-lawyer relationship "[w]hen a client's capacity to make adequately considered decisions in connection with a representation is diminished, whether because of minority, mental impairment or for some other reason." This obligation must be balanced with the attorney's concurrent obligation to assure that a client is competent and capable of making intelligent, informed decisions. This ability may be limited when communications are solely electronic, and lawyers practicing in VLOs may need to take special precautions to enable them to recognize incompetency issues as efficiently as traditional lawyers.

#### **IV. Conclusion**

The use of VLOs has become more and more popular because of the economy, and because of attorneys' desires to reduce their overhead. While not specifically referred to in the Rules, the Rules do not prohibit the creation of VLOs. As a result, attorneys practicing in a VLO must take appropriate measures to assure that they comply with the Rules of Professional Conduct.

**CAVEAT: THE FOREGOING OPINION IS ADVISORY ONLY AND IS NOT BINDING ON THE DISCIPLINARY BOARD OF THE SUPREME COURT OF PENNSYLVANIA OR ANY COURT. THIS OPINION CARRIES ONLY SUCH WEIGHT AS AN APPROPRIATE REVIEWING AUTHORITY MAY CHOOSE TO GIVE IT.**