

**KENTUCKY BAR ASSOCIATION**  
**Ethics Opinion KBA E-62**  
Issued: September 1972

***This opinion was decided under the Code of Professional Responsibility, which was in effect from 1971 to 1990. Lawyers should consult the current version of the Rules of Professional Conduct and Comments, SCR 3.130 (available at <http://www.kybar.org>), especially Rules 7.01-7.50 and the Attorneys' Advertising Commission Regulations, before relying on this opinion.***

**Question:** May associates who have a relationship that is something less than a true partnership adopt a firm name?

**Answer:** No.

**References:** Canon 33

**OPINION**

A recent inquiry by a Kentucky attorney poses a very precise question in the first paragraph of his inquiry letter:

“My three *associates* and I have recently been considering the adoption of a firm name, though our professional relationship is something less than a true *partnership*.”

The attorney making the inquiry expresses an understandable reluctance to proceed in light of the provisions of DR 2-102(C) of the Code of Professional Responsibility.

The crux of this inquiry is revealed by the words in italics above. In Canon 33 of the older Canons of Professional Ethics, it is stated: “In the selection and use of a firm name, no false, misleading, assumed, or trade name should be used.”

The Standing Committee on Professional Ethics of the American Bar Association, in Formal Opinion 219, made the following statement: “The use of the word ‘associates’ in conjunction with the name of an individual negates the existence of a partnership.”

A thorough discussion of this whole problem is contained in ABA Formal Opinion 310 and deals with the use of the terms “partners” and “associates.” It is both improper to designate a lawyer as an “associate” who shares fully in the responsibilities and liabilities of other attorneys in the office and it is improper to utilize the term “partner” to designate an attorney who does not share fully in the responsibilities and liabilities of the other attorneys involved.

As pointed out in ABA Informal Opinion C-865, there cannot be such a thing as a “limited partnership” as far as responsibilities and liabilities are concerned. In such situations the public is inclined to believe that the entire mental and legal resources of the firm are available, if need be. So long as the attorneys work independently of one another, maintain separate records, and refrain from jointly sharing responsibilities and liabilities, they must refrain from holding themselves out as a partnership.

As also pointed out in ABA Informal Opinion C-865, even the use of a name such as “John Doe Associates” would likewise be misleading to the public, because such a name implies that the other attorneys are employees of “John Doe.” Notwithstanding the fact that they may practice from the same office and share some office expenses, in this type of situation each attorney should use his own name separately on his letterheads, cards, announcements, law list and telephone directories. Any signs about the offices should list their names separately.

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***Note to Reader***

*This ethics opinion has been formally adopted by the Board of Governors of the Kentucky Bar Association under the provisions of Kentucky Supreme Court Rule 3.530 (or its predecessor rule). The Rule provides that formal opinions are advisory only.*