Study K-350 January 30, 2009

Memorandum 2009-3

Attorney-Client Privilege After Client's Death: Comments on Tentative Recommendation

At the Legislature's direction, the Commission is studying whether the attorney-client privilege should survive the client's death, and if so, under what circumstances. The Commission's report is due on July 1, 2009. See 2007 Cal. Stat. ch. 388, § 2 (AB 403).

Last November, the Commission issued a tentative recommendation, which proposes to preserve existing law, with two minor adjustments.

This memorandum begins with a brief summary of the tentative recommendation. Next, it discusses comments received on the tentative recommendation.

The Commission should consider the comments, and decide whether to make any changes to its tentative recommendation.

Comments were received from:

SUMMARY OF THE TENTATIVE RECOMMENDATION

The tentative recommendation proposes to preserve existing law, with two minor adjustments.

The Commission decided generally to stick with its original approach, which was enacted with the adoption of the Evidence Code. See 1965 Cal. Stat. ch. 299, § 2, operative Jan. 1, 1967. Under the Evidence Code, a deceased client's privilege survives during estate administration, and is held by the personal representative.

See Evid. Code §§ 953-954 & Comments; *HLC Properties, Ltd. v. Superior Court*, 35 Cal. 4th 54, 65-68, 105 P.3d 560, 24 Cal. Rptr. 3d 199 (2005).

The tentative recommendation sticks with the Commission's original policy determination that the privilege should survive the client's death until the client's property definitively passes to beneficiaries. The Commission tentatively concluded that this approach continues to strike the appropriate balance between competing policies relating to the privilege. (The traditional rationale for the privilege is that it promotes the fair administration of justice because it encourages clients to consult and be candid with an attorney. Newer rationales for the privilege are based on promoting values, such as privacy and autonomy. The countervailing concern is that the privilege may undermine the search for truth by excluding relevant evidence from the factfinder.)

Since the enactment of the Commission's original approach, there has been a "nonprobate revolution." The primary means of passing property at death is no longer through probate. If all of the decedent's assets pass outside of probate, however, there is generally no personal representative, and no posthumous privilege. (Note, if the decedent was a trustee, it appears that the deceased trustee's privilege survives, but *only as to communications relating to administration of the trust*, so long as there is a successor trustee. See *Moeller v. Superior Court*, 16 Cal. 4th 1124, 1127, 1131, 947 P.2d 279, 69 Cal. Rptr. 2d 317 (1997).) Consequently, the privilege of a client whose property passes outside of probate may end before the client's property definitively passes to beneficiaries, contrary to the intent of the Commission's original approach in the Evidence Code.

During this study, the Commission sought to address this issue. The Commission considered several ways to try to make the privilege survive until the client's property definitively passes to beneficiaries, regardless of whether the property passes inside or outside of probate. A major obstacle is the lack of uniform treatment of creditors' rights as to property passing outside of probate. A background study on that topic is being conducted for the Commission by Nathaniel Sterling, the former Executive Secretary of the Commission. The Commission decided to wait until that study is complete, then resume its study of the survival of the privilege after the client's death.

The tentative recommendation does, however, propose two minor adjustments to existing law.

The first adjustment relates to Evidence Code Section 957, which is an existing exception to the posthumous privilege. The adjustment would clarify

that this exception applies when all parties claim through the decedent, including when the claim is under a nonprobate transfer. See proposed Evid. Code § 957.

The second adjustment would clarify that if a personal representative is appointed for purposes of subsequent estate administration (i.e., estate administration that occurs after the original estate administration has ended, as when a new asset is discovered), that person is holder of the privilege. See proposed Evid. Code § 954. This second adjustment would clarify recent amendments to Probate Code Section 12252. See 2007 Cal. Stat. ch. 388.

SUMMARY OF COMMENTS

The Commission has received three comments on its tentative recommendation. The staff appreciates these comments.

The State Bar's Standing Committee on Professional Responsibility and Conduct ("COPRAC") generally supports the tentative recommendation. See Exhibit pp. 2-3.

Jodie Jensen, a deputy district attorney, makes a suggestion on behalf of the District Attorney of El Dorado County (Vern Pierson). Exhibit p. 1. Prof. Eileen Scallen (William Mitchell College of Law) also makes a suggestion. See Exhibit pp. 4-8. Although Ms. Jensen and Prof. Scallen both suggest revisions, neither expressly opposes the tentative recommendation. See Exhibit pp. 1, 4-7.

All of these comments are discussed in detail below.

During the course of the study, the Commission also received comments from several other sources, which assisted the Commission in developing the tentative recommendation: Judge Joseph B. Harvey (ret.), Paul Gordon Hoffman (Hoffman Sabban & Watenmaker, in Los Angeles), Neil Horton and David Baer, as representatives of TEXCOM (the Executive Committee of the State Bar Trusts and Estates Section), and Michael P. Judge (Los Angeles County Public Defender).

The staff would like to reiterate its appreciation for these comments.

Comments in Support

The Commission received comments in support of the tentative recommendation from the Chair of COPRAC, Suzanne M. Mellard (forwarded by Saul Bercovitch, Legislative Counsel to the State Bar of California). Exhibit p. 2.

On behalf of COPRAC, Ms. Mellard writes that "[w]e have reviewed the Tentative Recommendations and generally support those recommendations." *Id.*

In particular, COPRAC agrees with the tentative recommendation to clarify that an existing exception to the posthumous privilege (Evidence Code Section 957) applies when all parties claim through the decedent, including when the claim is under a nonprobate transfer. COPRAC also agrees that it is necessary to clarify the recent amendments to Probate Code Section 12252, and agrees with the Commission's approach to do so. *Id.*

In addition, COPRAC supports changing the law to prevent the privilege from being "dependent on technicalities of the client's estate plan." *Id.* COPRAC notes "that the Commission has deferred consideration of a generalized rule on survival of the privilege after death so that it would survive not only during probate, but also with respect to assets transferred on death outside of probate." COPRAC "encourages the Commission to continue with its consideration of this important topic." Exhibit pp. 2-3.

To summarize, the comments express COPRAC's general agreement with the Commission's tentative recommendation. They also appear to support, or at least not to oppose, the Commission's decision to defer consideration of how to make the privilege survive outside of probate in the same way it survives inside of probate, and, in the meantime, to go forward with the tentative recommendation.

Comments with a Suggestion

The Commission received two comments containing a suggestion. Each comment is discussed in turn below.

Exempt the Privilege from Criminal Prosecutions

The first comment is from Ms. Jensen, on behalf of the District Attorney of El Dorado County. See Exhibit p. 1.

The District Attorney suggests eliminating the posthumous privilege in criminal prosecutions. *Id.* The suggestion is made to address the District Attorney's concern that a criminal defendant might be appointed as personal representative of a person the defendant is charged with killing. *Id.* As personal representative, the defendant could prevent disclosure of the decedent's attorney-client communications, which could hamper the criminal investigation. *Id.*

It appears that existing provisions in the Probate Code already address this concern. There are provisions that could be used to prevent the defendant from

being *appointed* personal representative, as well as provisions that could be used to *remove* a defendant who has already been appointed personal representative. The provisions that would prevent the appointment are described first, followed by a description of the provisions that would permit the removal of the personal representative.

Regarding *appointment* as personal representative, Probate Code Section 250 provides that "a person who feloniously and intentionally kills the decedent is not entitled to ... any nomination ... as executor, trustee, guardian, or conservator or custodian made by the will or trust." (The person is also disqualified from inheriting from the decedent. *Id.*)

In addition, Probate Code Section 254 states:

> (a) A final judgment of conviction of felonious and intentional killing is conclusive for purposes of this part.
>
> (b) In the absence of a final judgment of conviction of felonious and intentional killing, the court may determine by a preponderance of evidence whether the killing was felonious and intentional for purposes of this part. The burden of proof is on the party seeking to establish that the killing was felonious and intentional for the purposes of this part.

In other words, a defendant could be denied appointment as a personal representative if the court finds, by a preponderance of the evidence, that the defendant killed the decedent.

Probate Code Section 8502 governs *removal* of a personal representative. This provision would be useful if evidence implicating a person to be charged with the decedent's killing was not available until after the appointment had already been made.

A personal representative may be removed if the personal representative "is incapable of properly executing the duties of the office or is otherwise not qualified for appointment as personal representative." Prob. Code § 8502(b). A personal representative may also be removed if it "is otherwise necessary for protection of the estate or interested persons." Prob. Code § 8502(d). Protection of the estate may well require the removal of a potentially disqualified person.

It seems very likely that presentation of evidence to a court that the personal representative is being prosecuted for killing the decedent would prompt the removal of the personal representative. See Prob. Code § 8502; see also Prob. Code § 8500 (if court has reason to believe that there are grounds for removal,

"the court shall issue a citation to the personal representative to appear and show cause why the personal representative should not be removed").

These provisions seem to provide a targeted way of preventing a criminal defendant charged with killing the decedent from being the decedent's personal representative. The suggestion to make the posthumous privilege inapplicable to all criminal prosecutions would go much further.

The staff has contacted Ms. Jensen to see whether the existing Probate Code provisions adequately address the District Attorney's concern. At the time of this writing, the staff has not heard back. We will notify the Commission if we receive any further input.

Make Privilege Apply to Nonprobate Transfers

The second suggestion is from Prof. Scallen, who now teaches in Minnesota. She is the primary author of California Evidence Courtroom Manual (LexisNexis 2008), and formerly taught Evidence and Estate Planning at U.C. Hastings College of the Law.

Prof. Scallen compliments the Commission's work on this study, but "respectfully suggests that the Commission continue to study the problem of posthumous privilege" before issuing a final recommendation. Exhibit pp. 4, 6. She believes that tying the existence of the privilege to the existence of a personal representative leaves issues of fundamental fairness unaddressed. Exhibit p. 4. In particular, she expresses concern about an "unequal availability of the attorney-client privilege for those Californians who use the probate system and those who do not." *Id.*

It is true that the privilege generally does not apply when a decedent's assets all pass outside of probate. (But note that the privilege may survive absent a probate estate, if a surviving action is prosecuted by a decedent's successor in interest, who is appointed special administrator, a type of personal representative. See Code of Civ. Proc. §§ 377.30, 377.31, 377.33; Prob. Code § 58; *cf. Rittenhouse v. Superior Court*, 235 Cal. App. 3d 1584, 1588-89, 1 Cal. Rptr. 2d 595 (1991)). Prof. Scallen makes a good point, and one that the Commission studied carefully.

The Commission is indeed concerned that, due to the "nonprobate revolution," the privilege may no longer survive until a decedent's property is definitively distributed to beneficiaries. The Commission sought various ways to make the privilege do so, without fundamentally altering the privilege — i.e.,

without disrupting the balance it strikes between the competing policy considerations.

The Commission considered a number of alternatives, but identified several complicated issues that would need to be resolved (such as who would hold the privilege, and what duty, if any, would govern the holder's control of the privilege, how to define which cases the privilege applies in, how to demarcate when the privilege ends, and so forth). See, e.g., CLRC Memorandum 2008-35, pp. 16-20; CLRC Memorandum 2008-34, pp. 20-28. The Commission determined that the difficulty in resolving these issues stems in part from the present lack of uniform treatment of creditors' claims against property passing by nonprobate transfer.

After thorough consideration, the Commission concluded that it would reconsider the matter once the treatment of creditors' claims as to nonprobate transfers is clearer. As mentioned above, Nathaniel Sterling is conducting a background study for the Commission on that topic.

Due to the time constraint on this study (the legislative deadline for a final recommendation is July 1, 2009), coupled with the lack of uniform treatment of creditors' rights as to nonprobate transfers, the Commission felt it could not, in this study, craft a solution to address this issue properly.

Prof. Scallen suggests, however, that

> [i]f the Commission approached its charge in [its study of the posthumous attorney-client privilege] from the starting point that clients who use probate and clients who do not use probate deserve similar access to the attorney-client privilege, it may discover alternatives not previously considered.

Exhibit p. 6.

Prof. Scallen presents the following formulation of a posthumous privilege as an example of possibilities the Commission might consider: A posthumous privilege held by (1) heirs, as defined in the intestacy statutes, (2) persons who acquire property from the decedent under a nonprobate transfer, and (3) the decedent's attorney to whom the information was communicated. Exhibit p. 7. In determining how this privilege could be waived, she suggests requiring each holder to agree to waive. *Id.* She also suggests that this privilege entail a balancing test in which a court could override the privilege if the need for disclosure outweighed the desire for confidentiality. *Id.*

The Commission considered each of the elements suggested by Prof. Scallen, though not in the combination she describes. These sorts of approaches should be included when the Commission eventually returns to this study. The staff will save her comments for the Commission to consider again at that time.

Prof. Scallen notes that there is value in stability in the evidentiary rules. Exhibit p. 5. The staff agrees, and believes that it would promote stability in the rules to wait until treatment of creditors' rights as to nonprobate transfers is more clear before revising the privilege to accommodate nonprobate transfers. That seems preferable to making a temporary rule that might soon be changed, potentially significantly, after completion of the study of creditors' rights as to nonprobate transfers.

CONCLUSION

After considering all of the above, **the staff recommends that the Commission proceed with the proposal in the tentative recommendation.** Further effort, at this time, to make the privilege apply properly in the nonprobate context is not likely to be productive, particularly within the time deadline for this study. Any alternative the Commission might explore probably would entail many of the same complications and operational difficulties of the alternatives that the Commission has already considered. The issue deserves further attention, but the staff believes that this would best be done after further work is done on creditors' rights as to nonprobate transfers.

NEXT STEP

The Commission should consider whether it wants to make any changes to the tentative recommendation. It should then decide whether it wants the staff to prepare a draft of a final recommendation, based on the tentative recommendation, with or without changes.

Respectfully submitted,

Catherine Bidart
Staff Counsel

EMAIL FROM JODIE JENSEN, EL DORADO COUNTY DISTRICT ATTORNEY (JANUARY 23, 2009)

Hi Catherine

I spoke to you on the phone about a concern that our DA had regarding this issue, and didn't make a lot of sense. Sorry. Hopefully I can write our concern better than I could speak it.

The concern is whether or not a criminal defendant can be appointed to be the personal representative of the person who he is charged with killing and then can prevent the release of information that may be relevant and incriminating, thereby hampering the investigation into the criminal matter.

One suggestion that our DA had was to include a provision that this privilege did not apply in criminal prosecutions

I hope that the concern makes sense. My phone number is (530)621-6403 is you have any questions.

Thank you for your consideration,

Jodie Jensen
Deputy District Attorney
El Dorado County

THE STATE BAR OF CALIFORNIA

COMMITTEE ON PROFESSIONAL RESPONSIBILITY AND CONDUCT

180 HOWARD STREET, SAN FRANCISCO, CA 94105-1639 TELEPHONE: (415) 538-2161

January 22, 2009

Saul Bercovitch
Legislative Counsel
The State Bar of California
180 Howard Street
San Francisco, CA 94105

Re: California Law Revision Commission's Tentative Recommendation Regarding the Attorney-Client Privilege After Client's Death

Dear Mr. Bercovitch:

The State Bar's Standing Committee on Professional Responsibility and Conduct (COPRAC) appreciates this opportunity to comment on the Commission's Tentative Recommendation regarding the above subject.[1] We have been following the Commission's study with interest, and have been impressed with the scope and depth of the analysis of the attorney-client privilege, especially with respect to the application of the privilege after the death of the client. We were also pleased to see that the Commission has recognized that an attorney's duty of confidentiality is broader than the attorney-client privilege and survives the death of the client. (Tentative Recommendation, n. 5, pp.1-2.)

We have reviewed the Tentative Recommendations and generally support those recommendations. We agree that clarification of the 2007 amendments to the Probate Code is necessary and that the clarifying language in Evidence Code section 953(c) accomplishes the Commission's purpose. We also support the proposed amendment to Evidence Code section 957 to confirm that the Evidence Code exception to the privilege when "parties . . . claim through a deceased client" should apply in non-probate transfers as well.

In 2006, COPRAC supported amendments to the Evidence and Probate Codes that were intended to prevent situations in which the right of a client to continued protection of confidential communications was dependent on the technicalities of the client's estate plan. We continue to support changes in the law to meet that objective. We note that the Commission has deferred

[1] This position is only that of the State Bar of California's Standing Committee on Professional Responsibility and Conduct. This position has not been adopted by the State Bar's Board of Governors or overall membership, and is not to be construed as representing the position of the State Bar of California.

consideration of a generalized rule on survival of the privilege after death so that it would survive not only during probate, but also with respect to assets transferred on death outside of probate. COPRAC encourages the Commission to continue with its consideration of this important topic.

On behalf of the members of COPRAC, I thank you for your consideration of our comments.

Respectfully submitted,

Suzanne M. Mellard, Chair
Committee on Professional
Responsibility and Conduct

Cc: Members, COPRAC

WILLIAM MITCHELL
COLLEGE OF LAW

875 SUMMIT AVENUE
ST. PAUL, MINNESOTA
55105-3076

TELEPHONE: 651-227-9171
FACSIMILE: 651-290-6414
WWW.WMITCHELL.EDU

January 23, 2009

Catherine Bidart
Staff Counsel
California Law Revision Commission
4000 Middlefield Road, Room D-1
Palo Alto, CA 94303-4739

Sent via E-mail to: cbidart@clrc.ca.gov

Re: Tentative Recommendation on Posthumous Attorney-Client Privilege

Dear Ms. Bidart and Commissioners:

I would like to compliment the staff of the California Law Revision Commission for its work on Study K-350 (Attorney-Client Privilege After Client's Death), which is yet another of the staff's thoughtful and well-written analysis of California Evidence law. Although I am now living in Minnesota, I am the primary author of California Evidence Courtroom Manual (LexisNexis 2008, updated annually), as well as a former professor of law at the University of California, Hastings College of the Law (where I taught both Evidence and Estates and Trusts—a particularly relevant combination given the topic before the Commission). I am always impressed by the careful analysis and clear thinking that the Commission's staff demonstrates in its work. As a scholar who is particularly interested in the process of procedural rule-making, I think the Commission's work represents the very best route to procedural law reform. The transparency of the Commission's process and attentiveness to input from members of the Bar and the interested public provide a model for careful, fair and considered rule-making.

After careful study of all of the materials on Study K-350, including the comments received and published, I respectfully suggest that the Commission continue to study the problem of posthumous privilege. Despite the thoroughness and thoughtfulness of the several Memoranda supporting the Tentative Recommendation, there are issues of fundamental fairness that remain unaddressed if the Commission adheres to the existing approach, in which the posthumous existence the attorney-client privilege is tied to the existence of a personal representative of a decedent's probate estate. The limited changes proposed in the Tentative Recommendation do not adequately address the unequal availability of the attorney-client privilege for those Californians who use the probate system and those who do not. Thus, I propose that the Commission continue the study to evaluate the concerns raised in this letter.

EX 4

I appreciate that the Commission openly acknowledges one of its guiding principles: stability.

> The Commission has a policy of adhering to its previous recommendation on a subject, unless there is a good reason not to do that. As its Handbook of Practices and Procedures explains, "[t]he Commission has established that, as a matter of policy, unless there is good reason for doing so, the Commission will not recommend to the Legislature changes in laws that have been enacted on Commission recommendation." Rule 3.5.

CLRC Memorandam 2008-35, p. 4. I have sometimes quipped that the California Evidence Code changes more often than the state's phone directories, but this is not the fault of the California Law Revision Commission. As the principle codified in Rule 3.5 implicitly recognizes, extensive and frequent changes to the law create uncertainty and instability. Such fluidity is especially harmful in the area of procedure, in which rules must be sufficiently stable to allow efficient and fair resolution of disputes. If the rules of the game are constantly in flux, the game can easily degenerate into side-arguments about the rules to be followed, instead of actually playing the game: resolving the dispute.

However, as the Commission also recognizes, times change and new situations evolve. Indeed, the Commission exists to help California law makers evaluate when it is time to address such changed circumstances. The existing approach to the posthumous attorney-client privilege was created at a time when the primary options for transferring property were either through testate succession (when the decedent died with a valid will) or through intestate succession (when the decedent died without a valid will). In stark contrast, today nonprobate transfers—transfer-on-death retirement, securities, or bank accounts, joint property ownership, life insurance, and inter vivos trusts--make up the vast majority of gratuitous transfers of property at death, not just in California but throughout the United States.

The nonprobate "revolution" alone constitutes a significant changed circumstance, a change with sufficient implications for posthumous privilege law that it demands more study and a more thorough recommendation from the California Law Revision Commission. But there is another consideration that has not been discussed at all in Study K-350: who is really impacted by the current California approach to posthumous attorney-client privilege? A very large percentage of Californians do not create estate plans. Even those with an estate plan (even if just a simple will or an intentional decision to use the intestacy statutes) do not have their estates probated, thanks to the wide range of common nonprobate devices. Under existing law and under the Commission's Tentative Recommendation, when these Californians die, so does their attorney-

client privilege.[1] However, Californians with the financial means to create a will that is probated or with an estate large enough to justify the cost of probate via intestate succession do have the benefit of an attorney-client privilege that survives death, at least until their personal representative is discharged.[2] This discrepancy raises serious questions of fairness and justice.

The Commission's current study recognizes that a client may consult an attorney and reveal confidential information that does not just impact the monetary value of the estate. Clients may reveal potentially humiliating or even past criminal conduct to their attorney as they seek legal advice. There is no "poor man's" exception to the attorney-client privilege while the client is alive—why should the current law create one after death? Of course, it is not only the poor who die without going through probate—a very large percentage of middle and upper middle class Californians possess wealth in the form of retirement accounts with pay-on-death provisions, life insurance, or joint property investments (most commonly—their homes).

The Commission and its staff have spent a considerable amount of time an energy studying this issue—there is solid research and analysis to build upon. However, I respectfully request the Commission wait to issue a Final Recommendation on these matters until it further studies the potential disparate impact of existing law on Californians who do not use the probate system.

If the Commission approached its charge in Study K-350 from the starting point that clients who use probate and clients who do not use probate deserve similar access to the attorney-client privilege, it may discover alternatives not previously considered. For example, the Commission could recommend that the "absolute"[3] attorney-client privilege terminate at the death of the client—whether the client's estate is later probated or not. The downside of this approach--exposing the deceased's property and reputational interests to discovery and open attack by third parties—is documented in the Commission's staff memoranda. But such a result could be mitigated by the creation of a

---

[1] The other posthumous privileges tied to probate also die with a client whose estate is not probated. See CLRC Memorandum 2008-20, pp. 11-12.

[2] As the Commission staff note, estate planning professionals have suggested that a client may be able to extend the life of the attorney-client privilege, if not his or her own, by creating an inter vivos trust or by transferring all individual assets to a corporate entity. I have doubts about the legal validity of these schemes, but these doubts go beyond the scope of my purpose here. I need just point out that a client with this legal sophistication and the concomitant financial resources is not your average Californian.

[3] As summarized in the Commission's memoranda, most commentators, including me, believe that the attorney-client privilege and other privileges do not provide the kind of "absolute" protection against compelled disclosure that is sometimes portrayed, especially given the large number of exceptions, the potential for unauthorized, accidental waiver and the potential constitutional due process claims to otherwise privileged information. Eileen A. Scallen, *Relational and Informational Privileges and the Case of the Mysterious Mediation Privilege,* 38 Loyola of L.A. L. Rev. 839 (2004).

qualified informational privilege upon the death of the client. This qualified privilege could be asserted by any "interested person," not just a personal representative. Of course, a personal representative might be listed as an "interested person," but this category could also include: (1) "heirs at law" (meaning the heirs as defined in the intestacy statutes), (2) persons who acquired property from the deceased under a nonprobate transfer, and (3) the attorney to whom the information was communicated. If all of these "interested persons" hold the qualified privilege, any one of them could refuse to waive it and presumptively prevent disclosure. To the degree clients disclose information to their attorneys in the belief (however unfounded) that the information will never have to be disclosed, this could bolster that the client's comfort level. And yet, because the privilege is qualified, a party seeking the information could move to compel disclosure. This would require a judge to balance the desire of those asserting the privilege to keep the communication confidential against the needs of the judicial process to have the information disclosed. Finally, exceptions to those under existing law could apply to this qualified privilege.

This is not meant to be a full defense or elaboration of the alternative I have sketched out above. It is merely intended to illustrate that there are other alternatives to be considered. Although some of the advantages and disadvantages of singular parts of this particular proposal are discussed in the Commission's memoranda, the hybrid approach I suggest is not discussed. Moreover, one the major advantage of the hybrid approach is not addressed at all: it provides equal treatment of the privilege for those clients who use the probate system and those who do not.

I do not think issues of posthumous privilege arise frequently. But when they do arise, they expose a sharp and fundamental conflict in our system of justice (whether civil or criminal): the need to know the truth versus the desire to protect certain special relationships or information, which we properly designate as "privileged." Because we should be extraordinarily careful in bestowing privileges in our society, I respectfully request more study of the issues raised in Study K-350.

Sincerely,

Eileen A. Scallen

Eileen A. Scallen
Professor of Law