

An Examination of Transactional Law Clinics and Interdisciplinary Education

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Since August of 2000, I have had the good fortune to teach in the Small Business Clinic (SBC) at the University of Pennsylvania Law School.¹ The SBC serves dozens of small businesses and nonprofit organizations each year. The mission of the clinic is twofold: (1) to educate students through practice so they may acquire the skills and ethical consciousness necessary to become highly competent transactional law practitioners,² and (2) to provide legal services to small businesses and nonprofit organizations that cannot afford to purchase these services in the commercial market. By all accounts the SBC meets these goals. Students repeatedly extol their participation in the SBC as the most relevant and valuable part of their law school experience. Similarly, clients regularly inform both the students and faculty supervisors that they are satisfied with the service they receive. Indeed, at least once each semester a client will send a small

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1. The Small Business Clinic (SBC) is a one semester clinical course at the University of Pennsylvania Law School. The SBC began in 1980 and is part of the Law School's Gittis Center for Clinical Legal Studies. The SBC enrolls up to eighteen students per semester and maintains two full time clinical faculty supervisors, including myself.

2. Transactional law practice is not easy to define. Some practitioners use the term as a catch-all phrase for a practice that focuses on matters other than litigation or dispute resolution. One textbook on fundamental lawyering skills describes transactional law as involving the following three components: (1) translating the law, which involves finding and explaining the law that bears upon that particular client's problem; (2) creating and defining relationships, which involves identifying the relationship that the client is seeking, such as landlord and tenant, assignor and assignee, and defining that relationship for the client; and (3) structuring transactions, which involves using a process in which the parties involved have a voice in the cost, benefit, and design of the transaction. The transactional lawyer not only drafts the outcome as requested, but also helps ensure proper questioning. To the extent possible, she ensures that the questions are answered in a way to accomplish the client's goals. ROGER S. HAYDOCK ET AL., *LAWYERING PRACTICE AND PLANNING* 96-100 (West Publishing 1996).

gift of gratitude to the supervisor, to the student, or to both. Finally, the Dean and other administrative leaders of the Law School appreciate the SBC's work, as well as the importance of the SBC's role in the education of our students.

The SBC's legal services and student education are worthy of merit. Yet the SBC might better serve its mission if the school were to redesign the SBC and integrate its legal services and educational opportunities with other academic programs or professional services. In my own experience as a transactional law attorney, I often collaborate with other professionals to work as a team in furthering the goals of my client.³ These collaborations have helped me to sharpen my skills as an attorney, and to sharpen my understanding of the ethical obligations of the profession, for in each collaboration, both the other professionals and my client critically evaluate my role. Further, this collaborative model serves clients well because the team members provide the needed professional services in a timely and coordinated fashion. Interdisciplinary or multi-professional collaborations are a common part of a transactional attorney's experience and therefore provide a valuable lesson to introduce in a clinic environment.⁴

3. Prior to joining the faculty at the University of Pennsylvania Law School, I practiced law in a number of different transactional settings. My experience includes an attorney position with a legal services program devoted to representing non-profit organizations involved in community economic development, serving as special counsel to the City of Philadelphia's Federal Empowerment Zone, and serving as a senior associate in a boutique law firm with a national practice in tax, pension, mergers and acquisitions, corporate finance, and economic development.

4. Throughout this Article, I use the term "interdisciplinary" to mean the collaboration between two or more disciplines or professions. This collaboration could easily be described as multi-professional or multidisciplinary. I use the term interdisciplinary because it is more common in the clinical community and it is almost always a part of the name of clinics that have designed programs to incorporate the services and/or curricular materials from more than one profession.

Mary Daly notes that the terms for collaborative efforts between scholars and practitioners in different disciplines is still evolving. She argues that while many scholars use the terms "interdisciplinary" and "multidisciplinary" interchangeably, there are subtle but critical distinctions. She believes that "interdisciplinary" implies rigid borders and defined boundaries between disciplines. In contrast, she believes "multidisciplinary" implies permeable borders and blurring boundaries. Mary C. Daly, *What the MDP Debate Can Teach Us about Law Practice in the New Millennium and the Need for Curricular Reform*, 50 J. LEGAL EDUC. 521, 522 n.3 (2002) [hereinafter Daly, *The MDP Debate*].

Contemporary law school education offers many opportunities for interdisciplinary education. Many law schools offer courses that reflect an interdisciplinary approach to either a substantive area of law or theory of law.⁵ In addition, a number of law schools offer dual degree programs.⁶ The multitude of so called “Law and [fill in the blank]” centers and think tanks devoted to interdisciplinary scholarship at law schools throughout the United States also reflects the prominence of interdisciplinary education.⁷ Interdisciplinary clinical education is also well established.⁸ Clinical programs in diverse practice areas, ranging from family and domestic violence⁹ to

5. For example, in the 2002-2003 academic year, the University of Pennsylvania Law School is offering Intellectual Property and the Biopharmaceutical Industry, Law and Society in Japan, Taxes and Business Strategy, and Psychology and Law.

6. For an examination of the value of dual degree programs, see Linda R. Crane, *Interdisciplinary Combined Degree and Graduate Law Degree Programs: History and Trends*, 33 J. MARSHALL L. REV. 47 (1999).

7. For example, the University of Pennsylvania Law School hosts the Institute for Law and Economics, a collaboration sponsored by the Law School, the Wharton School and the Department of Economics in the University of Pennsylvania's School of Arts and Sciences. Columbia Law School maintains at least nine separate centers, including the Center for Law and Economic Studies, the Center for Law and Philosophy, and the Center for the Study of Law and Culture. Rather than concentrate on any one academic discipline and its relation to law, Washington University School of Law created a Center for Interdisciplinary Studies, which sponsors annual programs and activities that focus on cutting-edge legal issues which require both exploration and discussion from other disciplines.

For an incisive debate on the value of the “Law and _____” movement within the law school academy, see Harry T. Edwards, *The Growing Disjunction between Legal Education and the Profession*, 91 MICH. L. REV. 34 (1992); George L. Priest, *The Growth of Interdisciplinary Research and the Industrial Structure of Production of Legal Ideas: A Reply to Judge Edwards*, 91 MICH. L. REV. 1929 (1993). Sometimes the debate focuses more on trying to define the internal and external boundaries between the “law” and the “and.” See, e.g., Jane B. Baron, *Law, Literature and the Problems of Interdisciplinarity*, 108 YALE L.J. 1059 (1999).

8. This Article discusses many interdisciplinary clinical programs. Several other scholars have written on interdisciplinary clinical education. See, e.g., Jacqueline St. Joan, *Building Bridges, Building Walls: Collaboration Between Lawyers and Social Workers in a Domestic Violence Clinic and Issues of Client Confidentiality*, 7 CLINICAL L. REV. 403 (2001); Margaret Martin Barry et al., *Clinical Education for this Millennium: The Third Wave*, 7 CLINICAL L. REV. 1, 6 (2000); Jennifer Gavin, *Child Welfare Curriculum in Legal Education: Massachusetts' Untried Opportunity*, 7 B.U. PUB. INT. L.J. 9 (1998).

9. A number of law schools offer interdisciplinary clinics centered around these subject areas. For example, the University of Denver College of Law has a Child Advocacy Law Clinic that is focused on representing children in child abuse, domestic violence, guardianship, custody, and adoption proceedings. Students have the opportunity to work with a multi-disciplinary team comprised of a pediatrician, a psychiatrist, a psychologist and a social worker. Fordham Law School has an interdisciplinary clinic called the Child and Family Litigation

environmental advocacy,¹⁰ have developed models of interdisciplinary teaching and delivery of client services. Despite this growing interest in interdisciplinary pedagogy and scholarship, there appear to be few, if any, interdisciplinary live client legal clinics in the United States that teach the skills, theory, and ethical tensions of a transactional law practice.¹¹

This Article examines the notion of a transactional legal clinic designed around interdisciplinary education and service delivery. Part I explains why it is advantageous to both students and clients to design a transactional law clinic utilizing an interdisciplinary design. Part II explores the challenges involved in the creation and operation of such a clinical model. Part III describes examples of how other transactional law clinical programs explore interdisciplinary and integrative approaches in teaching and in serving clients. This Article neither criticizes the current model of transactional law clinical programs, nor champions a universal change in clinic design. Rather, this Article adds to the current body of literature on clinical education and critically examines the goals of teachers and lawyers who are engaged in the practice of transactional law.

Clinic where law students, graduate social work students and developmental psychology students work in teams to advocate on behalf of families and children. Interestingly, this clinic course offering describes its practice as “using business and industry models as a framework for problem solving and conflict resolution.” See Fordham University School of Law Fall 2002 Clinics, at <http://law.fordham.edu/htm/cl-courses.htm>.

10. Examples include the Interdisciplinary Environmental Clinic at Washington University School of Law, in which student attorneys work with student consultants in environmental engineering, under faculty supervision, to provide pro bono legal and technical assistance concerning environmental and community health problems.

11. As part of my research for this Article I contacted, via electronic mail, more than fifteen clinical faculty at law schools around the country who teach in transactional law clinics. I then completed more than a half dozen extensive telephone interviews and numerous additional email correspondences. I also reviewed the website information of about twenty law schools to confirm the current status of their clinical offerings, as identified on each law schools’ public website. Many clinical programs have experience with inter-professional collaborations and have identified ways to integrate interdisciplinary activities into their clinical curriculum. This Article highlights some of these programs. However, from my informal survey, the only transactional clinical program I found that explicitly identifies itself as interdisciplinary in design is Yale Law School’s Community Economic Development Clinic, which markets its enrollment to law, architecture, and business management graduate students.

I. WHY CONSIDER AN INTERDISCIPLINARY TRANSACTIONAL LEGAL CLINIC?

This Part focuses on two fundamental questions: (1) Would an interdisciplinary transactional law clinic benefit clients? (2) Would an interdisciplinary transactional law clinic enhance the educational experience for our students? The answer to both questions is yes.

A. Enhancing the Educational Experience for Our Students

An interdisciplinary transactional law clinic could enhance the educational experience of law students in several aspects. These are all rooted in the realities of the world of contemporary transactional law practice. First, such a clinic would provide students with exposure to a kind of practice commonly experienced by a transactional lawyer. Second, it would offer a means of teaching collaborative skills as an effective form of problem solving. Third, this clinical experience would acknowledge the current debate over multidisciplinary practice (MDP) and the effect of MDP on the future practice of law.

B. Modeling a Broader Range of the Transactional Lawyering Experience

Transactional law clinics encompass a wide array of different practices. Some clinics represent only non-profit organizations or focus primarily on community economic development activities.¹² Other clinics represent low income small businesses and entrepreneurs. Still, others represent both non-profit organizations and for-profit businesses. The SBC case load, for example, is

12. Community Economic Development (CED) is a term that describes a variety of strategies addressing the economic and social disinvestment in lower income communities. There are a number of different approaches to carrying out these strategies. Central to the concept of CED is the collaboration of people who live and work in the same community to solve common problems. Community development is broader than economic development because it includes community building and highlights community improvements beyond economic improvements. Susan R. Jones, *Small Business and Community Economic Development: Transactional Lawyering for Social Change and Economic Justice*, 4 CLINICAL L. REV. 195, 196 n.2 (1997) [hereinafter Jones, *Transactional Lawyering*].

approximately fifty percent non-profit organizations and fifty percent small businesses. The SBC assigns each student at least two clients, one for-profit business and one non-profit organization. In most instances students have primary responsibility for all client matters. This approach enhances students' ability to be self-directed learners, as students have opportunities to reflect upon lessons learned through first-hand experience. Through client relationships and peer and supervisory discussions, students begin to develop lawyering skills and a personal recognition of the ethical tensions involved in the practice of law. At the SBC, and in many other transactional law clinics, the majority of the clinic cases involve a relationship between the client and attorney. However, these cases do not provide the opportunity for students to develop relationships with other professionals who work on behalf of their clients.¹³

Whether the client is a Fortune 500 company, a small time merchant on Main Street, or a non-profit organization devoted to serving its community, the modern practice of transactional law is more complex than in the past.¹⁴ The changes that have affected the world of business include changes in the laws that regulate transactions, the rise of fierce competition for financing, and the increase in global opportunities offered by the World Wide Web and other technological evolutions. These business changes affect lawyers' relationships with their clients. Transactional law clients have become more sophisticated and expect lawyers to possess

13. Part II of the Article explores the reasons for the lack of their professional relationships.

14. Daly, *The MDP Debate*, *supra* note 4, at 528. I have noticed a change in the past fifteen years that I have been practicing law. One example is the Low Income Tax Credit Program, which is a federal program for the development of affordable housing. This program allocates federal housing tax credits to state Housing Finance Agencies, who in turn award credits to qualified developers. During the program's initiation in Pennsylvania, the Pennsylvania Housing Finance Agency could not give away the credits. The initial year's application procedure involved submitting a two page application form and a copy of the deed verifying title for the property receiving the credit. There was so little enthusiasm for the program that the Agency waived the fee. The application could easily be prepared without a lawyer's assistance. Today, this program is highly competitive and the application's guidelines exceed one hundred pages. Highly specialized development consultants must assist in submitting the application. The application is very complex and detailed, filling at least one large three ring binder, requiring three rounds of approvals, along with a hefty, non-refundable fee. The lawyer's role in the application process has changed from serving as an informal counselor to being a member of a highly specialized team employed by the client.

business acumen. Transactional legal practice is complex and oftentimes legal counsel alone cannot adequately serve the client's goals. Legal strategy now depends on a range of other factors which typically involve professionals from other fields such as business, engineering, architecture, and urban planning.¹⁵ After careful consultation with the clients, transactional lawyers working in business, non-profit management, real estate, mergers and acquisitions, and taxation and employee benefits, will consult with professionals in other fields, such as accountants, realtors, business valuers, and bankers.¹⁶ A lawyer's inability or unwillingness to understand her role as a member of a team which is working to achieve a client's goals thwarts her effectiveness as a counselor and problem solver. One purported value of clinical education is the opportunity to "model" the actual experience of practicing law. Yet we are providing our students with a simplified and somewhat incomplete picture of the full role of a transactional attorney if we do not also expose them to transaction team lawyering.¹⁷

15. Janet Weinstein, *Coming of Age: Recognizing the Importance of Interdisciplinary Education in Law Practice*, 74 WASH. L. REV. 319, 325 (1999). Using the same example of the low-income housing tax credit program, if a client successfully receives tax credits, the client will need to retain a team of professionals to carry out the project. This team will include a project lawyer, a separate tax counsel, an architect, a development consultant, a construction contractor, and a property manager. If the developer is a for-profit corporation, it may seek a community partner or liaison. Depending on the particulars of the transaction, the project may also require a property surveyor, an urban planner, a social service provider, a financial professional, or a realtor.

16. *Id.* at 337-38. This is certainly true of my own experience. See *supra* note 3. Throughout all of my past professional experience, it was common practice to work as a member of a team with other professionals on client matters. I have no reason to believe that my experience is unique. I conducted an informal survey of a number of attorneys who practice transactional law in a variety of settings and they reported similar practice experiences.

17. I would be remiss if I failed to acknowledge a certain internal tension in my argument in favor of student lawyering experiences within the context of a professional collaboration. Clinical education often favors cases that enable students the opportunity to first chair the representation. Clinical educators select cases with the hope that the student will easily master the substantive materials, so that educators will be able to focus on the student's lawyering skills and relationship with clients. In addition, in order to give the students a sense of satisfaction from the lawyering experience, clinical educators often select cases based on the their ability to conclude within the students' time frame at the clinic. In contrast, cases that involve team collaboration—what some clinicians might describe as "hard" cases—require more oversight and participation from clinicians. As some of the examples in Part III of this Article will show, cases that involve interdisciplinary collaborations rarely conclude after one semester and may continue over several years. Students can learn from these hard cases as well

Students enroll in the SBC because they are anxious to develop the professional skills of a transactional attorney and they desire to acquaint themselves with the rhythms and dynamics of law practice. Recognizing that student education is a principal imperative, we clinic educators strive to create a realistic work environment. We strive to introduce students to the realities of the practice of law before they leave the security of law school. Appreciating and understanding one's role within the context of a transaction is tantamount to a transactional lawyer's success. The lawyer's role in a transaction is important—perhaps even vital—but it is not always central to the essence of the transaction. In most transactions, the importance of any one player may shift over time, as well as at different points in the transaction.¹⁸ To be a truly effective advocate, a lawyer must know when to assume leadership in a transaction and, even more importantly, when to allow other players to do so.

Clinical educators prioritize the critical exploration of the fundamental lawyering relationship—the attorney-client relationship. As educators, we should also design programs that enable students to explore the relationship between lawyers and other professionals which is a very real and important part of the practice of transactional law.

C. The Importance of Collaboration as a Skill for Problem Solving

While valued as a skill in the professional world, a good number of law students experience absolutely no collaborative engagement in law school.¹⁹ A student may go through her entire law school career

as the easy ones, although some of the lessons may be different. It is these different lessons on which this Article is focused. For a thoughtful critique of a clinical program's use of hard cases versus easy cases, see Paul D. Reingold, *Why Hard Cases Make Good (Clinical) Law*, 2 CLINICAL L. REV. 545 (1996).

18. See Louise Trubek & Jennifer J. Farnham, *Social Justice Collaboratives: Multidisciplinary Practices for People*, 7 CLINICAL L. REV. 227, 259-69 (2000). Keeping law in the background and sharing expertise changes in the roles and practices of lawyers and collaborators. Interaction between professionals can also reduce the skepticism that each profession teaches. Professional training often emphasizes the complexity of professional knowledge in a way that can reduce the hope of finding solutions to real-world problems.

19. John Mixon & Gordon Otto, *Continuous Quality Improvement, Law and Legal Education*, 43 EMORY L.J. 393, 441 (1994); Paul Brest, *The Responsibility of Law School: Educating Lawyers as Counselors and Problem Solvers*, 58 AUT L. & CONTEMP. PROBS. 5, 15

without participating in either a group project or decision making exercise other than the voluntary study groups relied upon by many first year students. Yet from the moment they begin practicing, lawyers spend much of their time working collaboratively with clients, other lawyers, legal assistants, and other professionals to address their client's problems.²⁰ In order to creatively solve problems, attorneys must focus not only on a client's legal issues, but also the client's needs that can best be met through professional interdisciplinary collaboration.²¹ To be effective as creative problem solvers, students must learn the art and skill of collaboration.²² However, most law school curricula, including clinical courses, do not recognize the value of collaboration as a skill for problem solving, and therefore do not emphasize it in their teaching.²³ Paul Brest, professor and former dean of Stanford Law School, encourages law schools to place a greater emphasis on teaching collaboration as a skill. He argues, "a good lawyer must be able to counsel clients and serve their interests beyond the confines of his technical expertise—to integrate legal considerations with the business, personal, political and other nonlegal aspects of the matter."²⁴ To be an effective problem solver a lawyer must be able to step outside the confines of the world of pure law.²⁵ Such lessons are often learned through collaboration and an honest respect for other approaches to evaluating and understanding a problem.²⁶

(1995).

20. Brest, *supra* note 19, at 15.

21. Weinstein, *supra* note 15, at 322.

22. *Id.* at 323-28.

23. Brest, *supra* note 19. See also Peter W. Salsich, Jr., *The Urban Housing Symposium: Interdisciplinary Study in a Clinical Setting*, 44 ST. LOUIS L.J. 949, 958 (2000). The need for teaching effective collaboration skills is not limited to interdisciplinary activities. All lawyers must learn how to collaborate with other lawyers, paralegals, support staff and others. As Mixon and Otto ironically state, "[C]ooperation among students is called 'cheating.' Yet, on graduation, newly licensed lawyers are thrust into teams with other lawyers, secretaries, legal assistants and clients. . . . Law schools seldom provide training in effective team behavior, and legal education may actually disable team skills . . . by reinforcing only competitive behavior." Mixon & Otto, *supra* note 19, at 440-41.

24. Brest, *supra* note 19, at 8.

25. Weinstein, *supra* note 15, at 322.

26. One group of students defined the benefits of collaborating across disciplines as improved client services, broadened perspective, and sharing the experience of caring about a client. St. Joan, *supra* note 8, at 420.

Many of the lawyering skills that students learn in transactional law clinics are the same skills that students develop in any clinic environment. These skills include interviewing, counseling, drafting, negotiation, strategic thinking and problem solving.²⁷ Students also learn skills commonly associated with transactional practice, such as planning in consultation with a client to decrease the risk of a dispute in the future. Some refer to this practice as preventative law.²⁸ While most clinical curricula place a strong emphasis on teaching effective client communication skills, many do not place the same focus on teaching collaborative lawyering skills.²⁹ Clinical educators can reinforce these skills in transactional clinics through exercises, teaming students on cases, and providing opportunities for interdisciplinary learning.³⁰ Our ability to effectively impart to our students the lessons learned through collaboration is part of the challenge. Our job as teachers is to aid our students in developing their own abilities to engage in problem solving skills critical to

27. In the SBC we do not rely upon any one textbook to teach these skills. Rather, we compile a syllabus from a number of different theoretical, practical, and scholarly sources.

28. See HAYDOCK ET AL., *supra* note 2, at 95-108. See also Jones, *Transactional Lawyering*, *supra* note 12, at 219 (While the process of gathering information in litigation and transactions is similar, one gathers different kinds of information. In order to accomplish the client's goals students must learn about the business from their clients)).

29. A number of clinical scholars have recognized the importance of collaboration in the context of problem solving and have urged for the inclusion of this skill in the design of the clinical programs. See Andrea Seielstad, *Community Building as a Means of Teaching Creative, Cooperative, and Complex Problem Solving in Clinical Legal Education*, 8 CLINICAL L. REV. 445 (2002) (teaching complex problem solving and collaboration skills through community lawyering); Susan R. Jones, *Current Issues in the Changing Roles and Practices of Community Economic Development Lawyers*, 2002 WIS. L. REV. 437 (2002) [hereinafter Jones, *Current Issues*] (law school clinics play a vital role in training lawyers to participate in strategic collaborations, which enhance social and economic justice); Trubek & Farnham, *supra* note 18 (multidisciplinary practices for low and moderate income people can create social justice collaboratives).

For a more thorough discussion on the educational value of using interdisciplinary materials and collaboration in law school teaching, see Deborah L. Rhode, *Missing Questions: Feminist Perspectives on Legal Education*, 45 STAN. L. REV. 1547 (1993).

30. See generally Seielstad, *supra* note 29; Janet Reno, *Lawyers as Problem-Solvers: Keynote Address to the AALS*, 49 J. LEGAL EDUC. 5 (1999). According to Janet Weinstein, at a symposium hosted by the California Western Law Review, where a number of authors offered their view on the role of the lawyer as a creative problem solver, all of the authors included interdisciplinary collaboration as an element of their thesis. Weinstein, *supra* note 15, at 325 n.5.

success in the highly pressured demands of the work environment.³¹ Collaborative problem solving to meet the complexity of clients' demands will generate ethical questions for students. Some suggest that the workplace environment, with all of its commercial pressures and client demands, fails to reinforce the ethical values and moral education of professionalism taught in law school. In the workplace, young lawyers experience the realities of practice, and begin to develop moral and ethical judgment.³² Transactional law clinics can aid in this process by providing experiential learning in complex settings that resemble the ethical tensions that arise in the workplace. Law students and lawyers must learn how to understand the context in which they are operating, and to assess the possible consequences of different strategic choices.³³ The available choices will reflect alternative means for reaching a positive resolution. These strategic choices will also present different ethical quandaries which our students must learn to recognize and successfully navigate. Our goal as teachers is to provide a rich learning experience, an experience that is contextually, ethically, and intellectually dynamic.³⁴ One way to achieve this goal is to engage in collaborations with professionals from other disciplines in projects organized around meeting specific client goals.

31. To meet the growing demands of the workplace, Susan Sturm calls for a shift in the "gladiator" model of legal education celebrating analytical rigor, toughness, and quick thinking. This model defines successful performance as fighting to win, instead of employing a collaborative, problem solving attitude that recognizes and celebrates the different means of success. Susan P. Sturm, *From Gladiators to Problem-Solvers: Connecting Conversations About Women, the Academy and the Legal Profession*, 4 DUKE J. GENDER L. & POL'Y 119 (1997).

32. Eleanor W. Myers, "Simple Truths" About Moral Education, 45 AM. U. L. REV. 823, 836 (1996).

33. Sturm, *supra* note 31, at 143.

34. Deborah Maranville, Associate Professor of Law at the University of Washington, argues that for adult learners, context matters for three reasons: (1) Students are more interested in learning when the information they are studying is placed in a context they care about; (2) placing a learning experience in some contextual framework increases the chance that actual learning will take place; and (3) in learning information we may organize and store this information in our memory differently in order to retrieve it for legal practice. Deborah Maranville, *Infusing Passion and Context into the Traditional Law Curriculum Through Experiential Learning*, 51 J. LEGAL. EDUC. 51, 56 (2001).

D. The Current Debate over Multidisciplinary Practice

The examination of the value of interdisciplinary collaborations, particularly in the context of transactional law, is not purely academic. The current debate over the right of lawyers to engage in collaborative ventures and share fees with non-lawyers explores this same question, absent the emphasis on pedagogy. This debate focuses on what is sometimes called the multidisciplinary practice of law, and at other times, multidisciplinary partnerships.³⁵ This debate is especially pronounced when the discussion turns to the multidisciplinary practice of law and business.³⁶ The American Bar Association and the Bar Associations of over forty states have addressed the challenges and implications of implementing the right to engage in a multidisciplinary practice.³⁷ Mary C. Daly, the James

35. Multidisciplinary practice is sometimes referred to as multidisciplinary partnerships. “The former describes either the *activities* of a professional services firm with competencies in more than one discipline or the *coordinated activities* of professionals in separate firms. ‘Multidisciplinary partnership’ refers to the *legal relationship* among the principals of a professional service firm, serving essentially as shorthand for ownership and control.” Mary C. Daly, *Choosing Wise Men Wisely: The Risks and Rewards of Purchasing Legal Services from Lawyers in a Multidisciplinary Partnership*, 13 GEO. J. LEGAL ETHICS 217, 223 (2000) [hereinafter Daly, *Choosing Wise Men*]. Both terms describe entities that include both lawyers and non-lawyers, and deliver legal services to a client.

36. John S. Dzienkowski & Robert J. Peroni, *Multidisciplinary Practice and the American Legal Profession: A Market Approach to Regulating the Delivery of Legal Services in Twenty-First Century*, 69 FORDHAM L. REV. 83, 127-33; Phoebe A. Haddon, *The MDP Controversy: What Legal Educators Should Know*, 50 J. LEGAL EDUC. 504 (2000).

37. Dzienkowski & Peroni, *supra* note 36, at 127-33. The ABA Commission defined the term MDP as:

[A] partnership, professional corporation, or other association or entity other than the MDP itself or that holds itself out to the public as providing nonlegal, as well as legal services. . . . It . . . includes an arrangement by which a law firm joins with one or more other professional firms to provide services, including legal services and there is a direct or indirect sharing of profits as part of the arrangement.

ABA Commission on Multidisciplinary Practice, Recommendations, Report, and Reporter’s Notes on the ABA Commission on Multidisciplinary Practice (1999), at <http://www.abanet.org/cpr/mdpreport.html>.

The debate has moved beyond the theoretical. In the summer of 2001 the New York State Bar Association (NYSBA) passed new rules concerning the multidisciplinary practice of law. These new rules allow for coordinated professional services between lawyers and other professionals. The rules establish a regulatory framework for cooperative business relationships that reaffirm and protect the core values of the legal profession. However, the NYSBA has made it clear that the rules explicitly prohibit non-lawyers from influencing, directly or indirectly, the way lawyers practice law. Press Release, New York State Bar Association, New Rules Clarify

H. Quinn Professor and Director of the Stein Institute of Law and Ethics at Fordham University, was the Reporter of the American Bar Association's Commission on Multidisciplinary Practice (the ABA Commission).³⁸ She has written extensively on the subject of MDP and remarks that this debate is based on the rapidly changing demands and complexities of our modern world which "increasingly creates a superabundance of problems in which it is virtually impossible to separate the legal component from components more traditionally associated with other disciplines such as accounting [and] financial planning."³⁹ Based on her experience with the Commission, she makes a plea that "courses offered to students, the clinical opportunities made available to them, and the methods of classroom instruction must be adjusted to acknowledge that 'legal' advice is rarely just that."⁴⁰ Today's law graduates emerge in a world which demands that lawyers possess a rigorous set of skills and resources, as well as access to information that is increasingly comprehensive and sophisticated. As the practice of law evolves, Professor Daly notes, so should the teaching of law.⁴¹

Regardless of where the debate concerning MDP may lead in the future, it is likely that clients will continue to seek the services of professionals who can effectively integrate the services of legal and non-legal professionals.⁴² As the demand from clients continues to

Standards for N.Y. Lawyers' Alliances with Nonlegal Professional Service Firms (July 24, 2001), at <http://www.nysba.org/Content/NavigationMenu/Attorney> (citing the new rules as found at Title 22, Part 1200 of the Official Compilations of Codes, Rules and Regulation of the State of New York, which add a new part at 1205 of said Title, entitled "Cooperative Business Arrangements Between Lawyers and Nonlegal Professionals.").

38. See Dzienkowski & Peroni, *supra* note 36, at 128. See also Daly, *Choosing Men Wisely*, *supra* note 35; Haddon, *supra* note 36. All of these authors advocate changing the MODEL RULES OF PROFESSIONAL CONDUCT to allow for greater opportunities for MDP. Other members of the ABA Commission and influential members of the ABA were not as enthusiastic. For a differing view on the debate over MDP, see Lawrence J. Fox, *Accountants, the Hawks of the Professional World: They Foul Our Nest and Theirs Too, Plus Other Ruminations on the Issue of MDPs*, 84 MINN. L. REV. 1097 (2000). See also Dzienkowski & Peroni, *supra* note 36, at 135-49.

39. Daly, *The MDP Debate*, *supra* note 4, at 521-22.

40. *Id.* at 521.

41. *Id.* at 522.

42. This is true, not only for large corporate clients, but also for lower income consumers and small businesses. See Dzienkowski & Peroni, *supra* note 36, at 126 n.128 ("[l]ow and middle income individuals . . . are less likely to obtain professional legal and non legal services

grow, so too will the pressures for lawyers to engage in MDP relationships. Law students will want to be competitive players in the growing demand for integrated legal services and will seek educational opportunities that provide this competitive edge. If as some commentators believe that the heart of the MDP debate revolves around a lawyer's professional ethical obligations to her client and the ability, or inability, to integrate these services with the services of non-lawyers. Clinical educators should be exploring these ethical tensions with their students in a realistic setting.⁴³ An interdisciplinary clinical program devoted to the representation of small business and non-profit organizations is an ideal place for students to explore these tensions.

In the past several years the support for MDP has been strong, especially among many prominent members of the ABA and members of the ABA Commission.⁴⁴ No one knows how the current spate of devastating accounting scandals will affect the direction of this discussion.⁴⁵ Regardless, law school curriculum, clinical and otherwise, should begin to acknowledge this issue, as well as the demands for more integrated services that underscore this debate. Law schools are often considered intellectual islands unto themselves. They may need to rethink the value of such prideful isolation. As Mary C. Daly cautions,

the marketplace will force law schools to modify their curriculum. Team teaching will be expanded to include courses taught by law professors and university faculty from different

in the ordering of their personal and professional business matters"). Similarly, non-profit organizations often fail to obtain appropriate professional advice. Many non-profit organizations are engaged in community economic development (CED) activities, such as advocating for affordable housing, small business development, and micro-lending. These activities all call for what Professor Susan R. Jones describes as "Enhanced Strategic Collaboration," an innovative public-private, interdisciplinary alliance that maximizes resources and identifiable CED goals. Jones, *Current Issues*, *supra* note 29, at 441.

43. See *supra* notes 33-40 and accompanying text.

44. See Dzienkowski & Peroni, *supra* note 36; Haddon, *supra* note 36; Daly, *Choosing Wise Men*, *supra* note 35.

45. The ABA Commission completed its finding and issued its report in 2000. Over the last two years we have experienced a torrent of accounting scandals that have thrown the economy into turmoil and raised a number of questions concerning the ethical and professional training of accountants. It remains to be seen how these current scandals will affect, if at all, the debate over MDP.

disciplines A burst of entrepreneurial energy will undoubtedly seize some law schools, particularly those in the middle to lower tier in the law school rankings. It will prompt them to try to brand themselves as “interdisciplinary law schools” for the “interdisciplinary millennium.”⁴⁶

E. The Impact of Interdisciplinary Design on Effective Client Representation

The discussion thus far has centered on the potential value of an integrated or interdisciplinary design of a transactional law clinic to enhance the educational experience of students. As clinical teachers the quality of the educational experience for our students is paramount. As lawyers, however, clinical teachers owe a duty of competent legal representation to clients.⁴⁷ Clinical teachers must periodically ask themselves whether they are most effectively serving their clients. There is no doubt that delivering legal services is valuable in and of itself, especially when the services are provided to a low income or under-served community that most likely would otherwise not receive representation.⁴⁸ Yet low income small business owners and community-based organizations must respond to the same demands of the rapidly changing legal, business, and technological world as those affecting the more affluent. The need for

46. Daly, *Choosing Wise Men*, *supra* note 35, at 285. *See also* Mixon & Otto, *supra* note 19, at 437 (Mixon and Otto apply W. Edward Deming’s the quality improvement principles to an examination of quality education in law schools). In general, Mixon and Otto make a pitch for regional or second tiered schools to adopt an identity of their own instead of modeling their law schools after the national or top tiered schools. Additionally, they argue that a more effective approach to quality education for regional or second tiered schools is to adopt a more comprehensive interdisciplinary approach, as a means of creating their own identity.

47. MODEL RULES OF PROF’L CONDUCT R. 1.1 (1983) (“A lawyer shall provide competent representation to a client. Competent representation requires the legal knowledge, skill thoroughness and preparation reasonably necessary for the representation.”).

48. For discussions on the social change and economic justice issues surrounding community economic development, including the delivery of legal services to low-income entrepreneurs, see WILLIAM H. SIMON, *THE COMMUNITY ECONOMIC DEVELOPMENT MOVEMENT: LAW, BUSINESS AND THE NEW SOCIAL POLICY* (2001); Scott L. Cummings, *Community Economic Development as Progressive Politics: Toward a Grassroots Movement for Economic Justice*, 54 STAN. L. REV. 399 (2001); Susan Bennett, *Long Haul Lawyering*, 25 FORDHAM URB. L.J. 771 (1998); Jones, *Transactional Lawyering*, *supra* note 12.

integrated services, or what Susan Jones calls “Enhanced Strategic Collaboration,”⁴⁹ is vital for this community to advance “issues of social and economic justice in this age of information, globalization and high technology.”⁵⁰

Scholars and policymakers, both inside and outside the legal academy, debate how to best deliver services to low income communities in order to achieve economic and social justice.⁵¹ One approach is a more conscious coordination and integration of delivery of services, or what Trubek and Farnham have coined “social justice collaboratives.”⁵² They describe these collaboratives as committed relationships characterized by frequent, ongoing interaction and trust. These collaborations⁵³ have a clearly defined client group and a vision of how to meet the needs of that group.⁵⁴ A successful social justice collaborative, they contend, involves a vision for using law to improve clients’ lives and developing a new approach to practicing law. This vision of social justice collaboratives involves recognizing non-lawyers as important actors in legal institutions while simultaneously facilitating the engagement between lawyers and their clients.⁵⁵

The SBC serves dozens of small businesses and community-based organizations each year, at no cost to the client. Only a handful of these clients have support from other professional consultants, and almost none can afford to pay for these technical services. SBC students perform the important legal tasks identified by both the student and client as necessary to achieve the client’s goals. Then, in most instances, we send our clients back out into the community to fend for themselves without coordinated technical support. This fails to give the client the greatest opportunity for success. One client in particular comes to mind. She is an elderly woman living on a fixed

49. Jones, *Current Issues*, *supra* note 29, at 441.

50. *Id.* at 437.

51. This discussion has had many voices. *See, e.g.*, Mary Helen McNeal, *Unbundling and Law School Clinics: Where’s the Pedagogy?*, 7 CLINICAL L. REV. 341 (2001); Trubek & Farnham, *supra* note 18; Raymond H. Brescia et al., *Who’s in Charge Anyway? A Proposal for Community Based Legal Services*, 25 FORDHAM URB. L.J. 831 (1998).

52. Trubek & Farnham, *supra* note 18, at 229.

53. Trubek and Farnham use the terms “collaborations” and “MDP” interchangeably.

54. *Id.*

55. *Id.* at 257.

income of less than \$15,000 a year. She is bright, educated, and served a long career with a governmental agency. She came to the SBC because she had an idea for an invention and sought assistance with filing a patent application. None of the clinic faculty were patent law specialists. However, because the invention was simple in scope and design, the SBC advised the client in filing her own provisional patent application.⁵⁶ Filing a provisional patent application gives the applicant one year to submit a non-provisional patent application, which will then be reviewed by the Federal Patent and Trademark Office while preserving the earlier filing date.⁵⁷

This client was somewhat more fortunate than others, because a local non-profit business support center promised to help her sell the product's concept to a manufacturer and obtain financing. The hope was to create sufficient interest such that the manufacturer, or sales from the invention, would bear the cost of the full patent application. This dream, however, has not become a reality. The business consultant has many other clients and has not the time to assist the client with the myriad of business concerns involved in manufacturing and marketing the product. The time that the client has available to raise the funds necessary to file a timely non-provisional patent application is rapidly diminishing. More importantly, the client's ability to gain economic independence from the sale of her product is also put on hold. I cannot help but believe that if the SBC were part of a "social justice collaborative" through an integrated clinical design with the University's business school,⁵⁸ or if it had a more formal collaboration with a non-profit organization providing business consultant services, then perhaps the client would meet with more success.

56. Patents, Trademarks, and Copyrights, 37 C.F.R. § 1.53(c)(3) (2001). To further protect the client, we had a registered patent attorney review the provisional patent application several times during the development of the application and before it was actually filed.

57. *Id.*

58. The business school at the University of Pennsylvania is the renowned Wharton School.

II. CHALLENGES TO THE DESIGN AND OPERATION OF AN INTERDISCIPLINARY TRANSACTIONAL LEGAL CLINIC

The challenges of interdisciplinary clinical programs are similar regardless of a clinic's subject matter or target population. Interdisciplinary efforts face resistance when an academic department feels that such efforts unnecessarily deplete departmental and institutional resources. Furthermore, the administrative challenges of interdisciplinary collaborations are daunting in a university where each school and department is a quasi-independent institution. Matters that appear trite, such as faculty and student schedules,⁵⁹ tuition allocation, location and time of a clinic seminar, defining grading criteria, credit hour awards, and allocation of administrative responsibilities, may often be controversial.⁶⁰ However, none of these challenges adequately explains why there are so few interdisciplinary transactional law clinics when there are numerous interdisciplinary clinics designed around a litigation practice.⁶¹ Perhaps there are alternative non-administrative explanations. An interdisciplinary transactional law clinic involves a law school clinic partnering with one or more academic disciplines or professional service providers. Challenges to an interdisciplinary transactional clinic may be rooted in the existing relationship between what would be collaborating disciplines. Perhaps the challenges stem from the disciplines themselves and the distinctions in educational training and orientation for different disciplines. Examining this issue in the context of all other forms of graduate school education is beyond the scope of this

59. John J. Ammann, Associate Clinical Professor at St. Louis University School of Law, is the administrator of the Urban/Housing Issues Symposium. This Symposium brings together students from two universities and five schools. He suggests that the most challenging issue is finding time for the students to meet outside of class to work on the assigned projects. The demands of each school make this a challenge for students. Telephone Interview with John J. Amman, Associate Clinical Professor, St. Louis University School of Law (July 17, 2002).

60. For a discussion on some of the administrative barriers to an intra-university and inter-university collaboration, see Salisch, *supra* note 23, at 959.

61. This Article is not an attempt to analyze the reasons behind the discrepancy between litigation versus transactional law clinics, although I think it would be interesting if someone else chose to do so. I make the comment about litigation to show that interdisciplinary clinics do exist, and they practice in areas of law that are arguably more challenging. The challenges of litigation and the uncertainty of court schedules can frustrate even the most coordinated and best laid plans.

Article, and would be too unfocused to be useful. Therefore, this Article focuses principally on the distinctions between law school education and graduate school business education.

If we hope to create an interdisciplinary program, the potential for collaboration between the law school and the business school is the obvious place to start and the one that appears most natural for a number of reasons. First, the SBC's clients, even SBC's non-profit clients, frequently need business planning and technical assistance services. Almost all of the SBC's clients could benefit from assistance in developing a business plan, with understanding a financial spreadsheet, and with designing a marketing plan. Students who hope to someday represent small businesses or start-up companies could also benefit from working with a business consultant.⁶² Second, the line between law and business is often blurred; it is sometimes difficult to determine where one profession ends and another takes over. For instance, both lawyers and accountants might counsel clients on the most appropriate way to structure a client's business, taking into consideration the client's goals and resources. Likewise, both lawyers and accountants may practice before the Internal Revenue Service.⁶³ Moreover, both lawyers and business consultants might advise a client regarding how to structure a business transaction or a real estate deal. Third, lawyers and business professionals frequently work together on behalf of their clients. Is there any reason why these collaborations so frequent in transactional practice could not form naturally in an academic environment as well? Therefore, the primary focus of this inquiry will be to examine the educational experience within both law school

62. Steven Hobbs, Tom Beville Chairholder in Law at the University of Alabama School of Law, argues for the study of entrepreneurship as an academic discipline in law school. He argues that lawyers who represent small business entrepreneurs must master not only "the legal analysis and methodology necessary for competent counseling of small business, but they also must also understand entrepreneurship and the personal characteristics of the entrepreneur. . . . [L]awyers must understand the content and contour of strategic management and planning concepts necessary for the successful start-up and early growth stages of an entrepreneurial firm." Steven H. Hobbs, *Toward a Theory of Law and Entrepreneurship*, 26 CAP. U.L. REV. 241, 247 (1997).

63. The Internal Revenue Service recognizes accountants as Enrolled Agents, persons who have earned the privilege of representing taxpayers before the IRS. There are two tracks in becoming an Enrolled Agent. See Treasury Department Circular No. 230.

and graduate business school environments, and to determine how these different environments influence the ability to forge interdisciplinary relationships within a transactional law clinic.⁶⁴

A. Differences in Culture and Training

Graduate school education covers the body of knowledge assumed to be necessary to practice in that particular profession. Each discipline encompasses a system of cultures, norms, and behaviors that are relevant to the successful understanding and practice of that profession.⁶⁵ Learning to appreciate the language, culture, and perspectives of a different discipline is often a challenge to a successful interdisciplinary collaboration.⁶⁶ Students who are recently indoctrinated in the theory and conceptual framework of their chosen profession are often unwilling or unable to view a problem through a different lens.⁶⁷ Some may perceive this attitudinal resistance as arrogance or self-righteousness. A few scholars have cited the perceived arrogance of law students as an impediment to successful collaborations between law students and students in other disciplines.⁶⁸ To overcome these perceptions and similar cultural challenges, successful programs must consciously emphasize group

64. Clearly law schools and business schools have forged relationships in the context of scholarship, exemplified by the “law and economics” movement that is popular in many law schools. Many universities have dual degree programs between the two schools and/or faculty with dual appointments. Therefore, this Article focuses on whether there are inherent distinctions between the two disciplines that impede collaborations in a clinical setting.

65. Janet Weinstein describes different professions as “mini-cultures”. She contends that the cultural barriers that impede collaboration are knowledge, skills, methods, attitudes, values, and institutions. Weinstein, *supra* note 15, at 329-30.

66. Salsich, *supra* note 23, at 957.

67. John Ammann described a particularly difficult student who was so adamant in his position and so forceful in his approach that he undermined the ability of other students to move forward with their group project. The students’ attitude impacted the success of the seminar project and the needed strong intervention from faculty to resolve the conflict. Amman, *supra* note 59.

68. St. Joan, *supra* note 8, at 422-23. Some have commented that the actions and attitudes of members of the legal academy subtly convey the arrogance of law students. Linda Crane comments that this arrogance may be the result of law faculty communicating “either through their attitudes or teaching methods, that their analytical methods are superior, thereby discouraging the use of integrated approaches.” Linda R. Crane, *Interdisciplinary Combined Degrees and Graduate law Degree Programs: History and Trends*, 33 J. MARSHALL L. REV. 47, 67 (1999). See also Trubek & Farnham, *supra* note 18, at 259 n.128.

dynamics, the value of listening, and mutual respect.⁶⁹ In order to respect these differences, we must first realize and acknowledge their existence. Although lawyers and business professionals often collaborate closely, there are significant distinctions in the academic orientation and environment of the two disciplines. These differences may impede successful collaborations within an academic environment.

One major distinction between law school and graduate level business schools is in their respective pedagogical goals. The majority of law school instruction is spent on developing the analytic skills associated with “thinking like a lawyer,”⁷⁰ rather than other specific skills or professional values that are central to the role of lawyers in practice.⁷¹ There are certainly courses in every law school that teach students other important skills, and stress ethical values, including courses in negotiation, alternative dispute resolution, legal writing, clinical education, and so on. However, the dominant pedagogic value in most law school environments is still the analytical thought process.⁷²

Historically, the role of law schools has been to teach students how to think like a lawyer (i.e., with legal reasoning and analytical thought process). Upon entering the work world, more seasoned

69. Salsich, *supra* note 23, at 957-58. A few programs report administering the Myers-Briggs Type Indicator to assess differences in students’ learning styles in an effort to effectively engage them and reinforce problem solving through collaborative learning.

70. One author defines “thinking like a lawyer as “shorthand for a bundle of analytical skills, a typically sharpened sense of relevance, a concern for nuances of fact, a skepticism of the unsupported generalizations, and a capacity for accurate self-expression.” Robert A. Gorman, *Proposal for Reform of Legal Education*, 119 U. PA. L. REV. 845, 846 (1971).

71. In 1992, the American Bar Association’s Section on Legal Education and Admissions to the Bar published the voluminous Report of the Task Force on Law Schools and the Profession. Robert MacCrate chaired the Task Force and the report is now widely identified by his name [hereinafter MacCrate Report]. The MacCrate Report identified a set of skills and values that are fundamental to the practice of law: Problem Solving; Legal Analysis and Reasoning; Legal Research; Factual Investigation; Communication; Counseling; Negotiation; Litigation and Alternative Dispute Resolution Procedures; Organization and Management of Legal Work; and Recognizing and Resolving Ethical Dilemmas. The four core values of the profession are: Provision of Competent Representation; Striving to Promote Justice, Fairness and Morality; Striving to Improve the Profession; and Professional Self-Development. American Bar Association, *Legal Education and Professional Development—An Educational Continuum*, 1992 ABA SEC. LEG. EDUC. & ADMISS. TO THE BAR 121-22.

72. Sturm, *supra* note 31, at 128-29.

attorneys were to teach other relevant lawyering skills such as counseling, negotiation, and problem solving, as they mentor younger lawyers in post-law school apprenticeships.⁷³ Traditionally, law schools place very little emphasis on other skills associated with lawyering. As Gary Blasi has noted:

law professors know quite a lot about how lawyers acquire expertise in solving doctrinal problems. But we know virtually nothing about how lawyers acquire the other abilities most valued by clients: expertise, judgment, problem-solving abilities in areas beyond doctrine. Legal academics have largely ignored these other aspects of lawyering practice, seeing them as either uninteresting or unfathomable. . . . Indeed, some legal academics seem to celebrate the disjunction between law school and the training of lawyers.⁷⁴

In contrast, many other graduate degree programs, including the Masters of Business Administration (MBA), are designed to teach both the theoretical framework and fundamental skills of the profession so that the student can leave the academy ready to engage in the active practice of that profession.⁷⁵ MBA programs rely heavily

73. Thomas Disare, *A Lawyer's Education*, 7 MD. J. CONTEMP. LEGAL ISSUES 359, 360 (1996). See also Gorman, *supra* note 70, at 847. Because seasoned attorneys had this responsibility, the workplace was the place where students developed a personal morality and sense of professionalism regarding their roles as lawyers. As lawyers' workplace pressures increase, their concern for the bottom line escalates. As a result, the questions of ethics and professionalism may be harder to explore with new attorneys. Alternatively, the lessons learned may be a subtle and unconscious disconcert for the ethical obligations of the profession. For more information regarding the role of professionalism in the workplace, see Myers, *supra* note 32 (examining the role of law schools in teaching professionalism when the real learning is often taught through the experiential lessons of practice).

74. Gary L. Blasi, *What Lawyers Know: Lawyering Expertise, Cognitive Science, and the Functions of Theory*, 45 J. LEGAL EDUC. 313, 315-16 (1995).

75. I do not mean to imply that on-the-job experience is not as valuable or as necessary for other professionals. The culture of some other professions, however, involves training students for the actual practice of that discipline, as opposed to teaching only how to think in that discipline. For example, Business Week Online has been following the careers of select MBA students from across the country and a number of recent alumni. Each student reports in a journal, posted online at regular intervals during their academic training, and as they begin their professional careers. Each student comments on the value of the "hands-on" educational experience, including field work, group projects and case studies. Business Week Online, *MBA Journals*, at <http://www.businessweek.com/bschools/mbajournal/index.htm> (July 2002). A random selection of law student journals would probably not provide the same critique. As one

upon simulated case studies, actual field work, and team projects to teach problem solving and other fundamentals of business practice.⁷⁶ In all of these formats, student teams receive an actual or simulated problem, or a request for assistance from a real or simulated client. The students must identify the problems, analyze the options, and present a solution. In some classes, these sorts of practices comprise the entire curriculum.⁷⁷

Perhaps one reason that interdisciplinary transactional clinics are not developing is that such a program is less compelling to business school faculty and students because the cornerstone of the business school curriculum is based upon problem solving, experiential learning, and group interaction between students to stress the value of

business school professor commented, “MBA programs are heavy on background theory (but not theory for theory’s sake), applications of theory to contemporary problems, tools and more tools, group work and opportunities for networking.” Interview with T.L. Hill, Assistant Professor, General and Strategic Management, Fox School of Business and Management, Temple University and Associate Director of Community Development, University Community Collaborative of Philadelphia (July 21, 2002).

76. Hill, *supra* note 75. See also Eleanor M. Myers, *Good and Teaching Well: Integrating Values with Theory and Practice*, 47 J. LEGAL EDUC. 401, 406 (1997). Myers describes this methodology as “transactional teaching,” a shift in perspective where students assume the viewpoint of the actors and their professional advisors. Students then explore the transaction as it unfolds, not after it has become a problem.

MBA programs are no more generic in design and approach than law schools. Just as there are philosophical and pedagogical distinctions between law schools, there are differences between MBA programs. These programs base their curricula on expectations of students’ future career opportunities. For example, Harvard University educates its MBA students with an expectation that they will take positions of leadership within industry, government, and policy think tanks. In contrast, the University of Chicago educates its students with an expectation that they will seek careers in more technical and analytical areas of the profession. A commonality among all of the schools, however, is the belief in experiential learning as a major component of the curriculum. It is also true that different areas of specialization within MBA programs may stress transactional teaching more than others. For instance, entrepreneurial programs or MBA executive programs rely upon this approach more than specialized economics programs do. Interview with Raj Chandran, Professor and Senior Associate Dean, Fox School of Business and Management, Temple University (August 5, 2002).

77. Chandran, *supra* note 76. The University of Pennsylvania Law School generally has several students each year who enroll in a dual degree program at the law school and the Wharton School, or who cross register for certain courses. Students are often struck by the stark difference in teaching methodology between the two schools. Many of these students enroll in the SBC at the law school during their third year. The students express relief at finally gaining an opportunity at the law school to bridge the gap between theory and practice that they so commonly experience at the business school.

team work in forming solutions.⁷⁸ In contrast, a legal clinic may be the only course within a student's law school experience that integrates theory with skills, development and ethical considerations. A second reason may be that many MBA programs require students to have worked at least one year before entering graduate school and thus expect students to enter with some practical skills.⁷⁹ In contrast, law schools do not impose a work requirement as a prerequisite to admission.

Additionally, business school faculty may not find an interdisciplinary transactional law clinic compelling due to insufficient incentives for them to engage in interdepartmental collaborations. Business schools do not have comparable clinical programs or hire clinical faculty. Therefore, faculty may not have the time or financial resources to engage in a collaborative process or project. In addition, within the business school academy, this type of collaboration may not bring a faculty member sufficient professional recognition or enhance professional advancement to make such an endeavor a valuable pursuit.

Another distinction between law school and business school is the difference in how the two schools integrate community service into the educational experience. Lawyers have a moral obligation to provide service to poor or under-served people through pro bono representation.⁸⁰ Similarly, the obligation to serve the poor⁸¹ is often

78. Former United States Attorney General Janet Reno made a pitch for law schools to borrow from business schools the transactional case method of instruction. "Transactional case studies are a valued vehicle for teaching problem-solving skills, for they present problems as the client might present them to a lawyer, and they require the students to engage in the process of analysis and the creation of solutions." Reno, *supra* note 30, at 6-7.

79. Interview with Terese Flareghty, Ph.D., Director, Small Business Development Center, Wharton School, University of Pennsylvania (Aug. 22, 2002).

80. The MODEL RULES OF PROF'L CONDUCT R. 6.1 (1983), *Voluntary Pro Bono Publico Services*, recognize this obligation to voluntarily provide pro bono representation. Comment [1] to the Model Rules states: "Every lawyer, regardless of professional prominence or professional work load, has a responsibility to provide legal services to those unable to pay. . . . The American Bar Association urges all lawyers to provide a minimum of 50 hours of pro bono services annually." R. 6.1 cmt.

81. As noted in the preamble to the Model Rules, "A lawyer should be mindful of deficiencies in the administration of justice and of the fact that the poor, and sometimes persons who are not poor, cannot afford adequate legal assistance, and should therefore devote professional time and civic influence in their behalf. A lawyer should aid the legal profession in pursuing these objectives and should help the bar regulate itself in the public interest." MODEL

represented in some part of law school curricula or other educational programming. In contrast, MBA's do not have this same moral obligation, and business school curricula do not necessarily integrate such instruction. Law is ideally a profession whose members serve not only the interests of their own clients but also contribute to the betterment of society.⁸² Law schools inculcate law students with this value, through long standing programs such as pro bono or reduced fee legal clinics,⁸³ and more recent programs such as mandatory public service requirements.⁸⁴ Although business schools are the obvious choices for transactional law clinics to align with in serving small businesses and low-income organizations, they do not have the same ethical orientation toward public service. They may have a different definition of appropriate beneficiaries for either volunteer or reduced fee services.⁸⁵ For example, law school transactional clinical programs tend to serve either very small start-up companies, who often have no capital and little experience, or small non-profit

RULES OF PROF'L CONDUCT, Preamble at xv.

82. See *supra* note 81 and accompanying text.

83. The history of using law school legal clinics as a means of fulfilling a social justice mission dates as far back as the late 1800s and early 1900s. These first legal clinics were non-credit student initiated volunteer organizations. Law students were not the only ones to demand legal clinics to serve the poor and to enhance legal education. As early as 1916, the New York Bar Association adopted a resolution that provided: "every law school shall make earnest clinical work, though legal aid societies or other agencies, a part of its curriculum of its full course." Margaret Martin Barry et al., *supra* note 8, at 6 (citing *William v. Rowe, Legal Clinics and Better Trained lawyers—A Necessity*, 11 ILL. L. REV. 591 (1917)). See also Steven Wizner, *Beyond Skills Training*, 7 CLINICAL L. REV. 327 (2001) (urging clinical teachers to teach not only legal knowledge and lawyering skills, but also to teach the value of pursuing social justice).

84. For instance, at the University of Pennsylvania Law School, all law students are required to perform 70 hours of law-related pro bono work as a condition of graduation. University of Pennsylvania Law School, *The Pro Bono Requirement*, at <http://www.law.upenn.edu/psp/probonoreq.html>.

Fourteen other law schools require students to engage in public service, including Columbia University, Tulane University (the first in the country to make community service a graduation requirement), and the Deedman School of Law at Southern Methodist University, where the mandatory pro bono obligations extend to both students and faculty.

85. One clinician who attempted to collaborate with the University's business school on a microenterprise project reported that the business school was only interested in providing technical assistance for microenterprise businesses that grossed at least three million dollars a year. Email from Barbara A. Schatz, Clinical Professor of Law, Columbia University School of Law (July 18, 2002) (on file with author). Certainly this is way beyond the scale of a project in a legal clinic whose mission is to serve the low-income community. *Id.*

organizations that cannot afford legal representation.⁸⁶ In contrast, business school consulting practicums and small business management courses, where student teams assist businesses in specific areas of concern, generally do not work with start-up companies. These practica and course projects prefer to work with enterprises that have existed for three to five years.⁸⁷

Of course, business schools do engage in community service. Business school students often initiate and actively participate in programs such as “Christmas in April,” which is a home repair program.⁸⁸ Many business schools have small business clubs that provide assistance to the lower income business community and to non-profit organizations. Philanthropic programs may generate generous support from students and business school alumni. In business schools, however, service to the community is generally divorced from the educational experience and students and faculty alike view it strictly as a service.

This distinction in educational versus service goals is particularly relevant to the history of the SBC at the University of Pennsylvania Law School. The SBC was founded in 1980 as a joint collaboration between the Wharton School’s Small Business Development Center (SBDC),⁸⁹ a federally funded Small Business Administration (SBA)⁹⁰

86. Not all transactional clinical programs limit representation to small non-profit organizations. Clinics that focus their representation on community economic development and affordable housing may represent more sophisticated nonprofit organizations. One such notable program is the University of Michigan Law School’s Legal Assistance for Urban Communities Clinic. Rochelle Lento, Clinical Professor of Law, is the program’s director. She has written extensively on affordable housing and community economic development and is a national leader in this field.

87. Susan R. Jones, *The Case of SiNGA Assessing a Four Year Intervention*, 1999 INT’L ASS’N FOR BUS. & SOC’Y 115, 117 (1999) [hereinafter Jones, *The Case of SiNGA*]. Practicum opportunities are generally greater through business schools than through law schools. For instance, in two business schools in the Philadelphia area, MBA students can assist international companies to develop strategies to enter the American market. These practica may involve international travel and opportunities for exposure to international business markets.

88. “Christmas in April” is a national program headquartered in Washington D.C., with affiliates in all fifty states. Its mission is to preserve and revitalize houses and communities, and to ensure that low-income homeowners, particularly those who are disabled and families with children, live independently in warmth and safety. For more information on Christmas in April, see *Rebuilding Together*, at <http://www.rebuildingtogether.org>.

89. The Wharton Small Business Development Center is an SBA-funded program that provides business planning and technical assistance to small businesses in the greater Philadelphia area. It is a program of The Wharton School that engages Wharton undergraduate

technical assistance program, and the Law School's Clinical Program.⁹¹ The two programs submitted a joint proposal to the SBA for a service learning project to enable law students and business students to provide services to small business entrepreneurs who met the federal SBA income guidelines. Wharton received the grant and the Law School was a sub-grantee. This collaboration did not involve joint teaching or class seminars, but did allow students from both schools to meet a few times each year to discuss their roles and relationships with regard to their assigned clients. While the collaboration successfully served a number of clients, there were tensions over the goals of the collaboration from the start. After about five years, when the SBA funding for the Law School's participation ceased, the formal collaboration ended.

One reason for this tension stemmed from the distinct differences between the SBDC and SBC. In general, the SBDC was a technical assistance program for small businesses, not an educational program of the Wharton School. Students from both the undergraduate and graduate school volunteered to staff the SBDC. For grant purposes, the SBDC hoped to serve a large number of small businesses each year. In contrast, the SBC is an academic component of the Law School. Therefore, both the number of students enrolled in the SBC and the number of clients served were intentionally kept low to enhance the students' opportunity for substantive learning. This tension was difficult to overcome, and after a period of time the

and MBA students as business consultants. For more information on the Wharton SBDC, see Wharton Small Business Development Center, at <http://whartonsbdc.wharton.upenn.edu> (last visited Oct. 2, 2002).

90. The Small Business Administration is a federal agency. The President appoints an Administrator to manage the SBA, with the advice and consent of the Senate. *See* 13 C.F.R. § 101.101 (Jan. 2002). Its mission is to maintain and strengthen the country's economy by aiding, counseling, assisting and protecting the interests of small businesses and by helping families and businesses recover from natural disasters. The SBA sponsors Small Business Development Centers such as the program at Wharton. For more information on the SBA, see Small Business Administration, at <http://www.sba.gov/sbdc>.

91. Douglas N. Frenkel, Director of the Gittis Center for Clinical legal Students, provided the history of the SBC's founding. He has been director of the SBC since its founding. Interview with Douglas N. Frenkel, Aug. 8, 2002.

relationship shifted from collaboration to simply referral. The relationship between the two programs continues in this mode today.⁹²

B. The Professional and Ethical Obligations of Lawyers

An additional challenge to establishing and operating an interdisciplinary transactional law clinic is the ethical conduct rules that govern lawyers, and the ways in which these rules affect non-lawyers.⁹³ Professional conduct and ethical behavior are central canons of the legal profession. Among the core principles of professional responsibility is the lawyer's duty of loyalty to the client. This principle is codified in the general rules prohibiting conflict of interest,⁹⁴ requiring diligent representation,⁹⁵ and mandating confidentiality.⁹⁶ When exploring the feasibility of an interdisciplinary legal clinic, questions of how to uphold these ethical duties often predominate.⁹⁷ The ethical issues present in developing

92. The current director of the SBDC at Wharton and I have met to discuss the ways to build on this existing relationship. We are conscious of the differences in mission between the two programs. We will consider these differences as we continue to discuss ways to build a relationship that goes beyond referrals.

93. The MODEL RULES OF PROFESSIONAL CONDUCT (1983) govern the professional conduct of lawyers. Each state's Bar Association may modify the Model Rules and most have done so to reflect the guiding legal precedent of that jurisdiction.

94. MODEL RULES OF PROF'L CONDUCT R. 1.7 cmt. (1983). The comment to *Conflict of Interest*, states, "[1] Loyalty is an essential element in the lawyer's relationship to a client."

95. MODEL RULES OF PROF'L CONDUCT R. 1.3 (1983). "A lawyer shall act with reasonable diligence and promptness in representing a client." *Id.* Comments to this Rule define diligence as "one of a lawyer's most basic duties." *Id.*

96. MODEL RULES OF PROF'L CONDUCT R. 1.7 (1983): "*Confidentiality of Information*: (a) a lawyer shall not reveal information relating to representation of a client unless the client consents after consultation, except for disclosures that are impliedly authorized in order to carry out the representation"

97. In a number of interviews I conducted with clinicians of transactional legal clinics, the question of how to maintain client confidentiality and other professional ethical obligations was raised as a barrier to the design of an interdisciplinary clinic. Email from Barbara Schatz (July 18, 2002) (on file with author); Email from Thomas H. Morsch, Associate Clinical Professor and Hochberg Family Director, Small Business Opportunity Center, Northwestern University School of Law (July 8, 2002) (on file with author); email from Brenda Blom, Assistant Professor of Law, University of Maryland (Aug. 5, 2002) (on file with author); emails from Rachel Fardon, Business Law Center (BLCC), Loyola University School of Law (July 12 & 13, 2002) (on file with author); telephone interview with Rachel Fardon (July 11, 2002); email from Susan Bennet, Professor of Law, Washington College of Law, American University (July 5, 2002) (on file with author), and telephone interview (July 10, 2002); email from Rochelle

an interdisciplinary legal clinic resemble those inherent in the establishment of a multidisciplinary law practice. These issues include “maintain[ing] a single profession of law with responsibilities as a representative of clients, an officer of the legal system, and a public citizen having special responsibility for the quality of justice.”⁹⁸ For example, in the small business transactional law setting, lawyer-accountant collaborations involve the intersection of two professions that provide a different approach to their duties of loyalty and confidentiality. Lawyers are ethically obligated to be confidential advisors and zealous advocates for their clients. Accountants, however, have an ethical obligation to perform a public watchdog role. In effect, they have a responsibility to the public that transcends any relationship with their client.⁹⁹

Lento, Clinical Professor/Director, Legal Assistance for Urban Communities (July 10 & Aug. 21, 2002) (on file with author); email from Brian Glick, Clinical Professor of Law, Fordham Law School (July 17, 2002) (on file with author); Robert Solomon, Clinical Professor of Law, Yale Law School (July 18, 2002) (on file with author), and telephone interview (July 19, 2002); telephone interview with Dan Shah, Director, Center for community Nonprofit Organizations (July 16, 2002); email from Susan R. Jones, Professor of Clinical Law and Director, Small Business Clinic/Community Economic Development Project, the George Washington University Law School, Jacob Burns Community Legal Clinics (July 3, 2002) (on file with author); email from John J. Amman (July 15, 2002) (on file with author), Amman telephone interview, *supra* note 59; telephone interview with Cynthia Geerdes, Assistant Professor of Law/Supervising Attorney, Transactional Clinical, University of Illinois, College of Law (July 19, 2002), emails (Aug. 5 & Aug. 7, 2002) (on file with author); email from Bryan Ward, Instructor of Law and Interim Director of Clinical Programs, Ohio Northern University and Petit College of Law (Aug. 1, 2002).

98. Phoebe A. Haddon, *The MDP Controversy: What Legal Educators Should Know*, 50 J. LEGAL EDUC. 504 (2000).

99. See Daly, *Choosing Wise men*, *supra* note 35, at 268-69 n.221 (citing *United States v. Arthur Young*, 465 U.S. 805, 817-18 (1983)). The Supreme Court explored the competing duties of loyalty of an attorney and an independent certified public accountant, describing a lawyer’s role as

a confidential advisor and advocate, a loyal representative whose duty it is to present the client’s case in the most favorable possible light. An independent certified public accountant plays a different role. By certifying the public reports that collectively depict a corporation’s financial status, the independent auditor assumes a *public* responsibility transcending any employment relationship with the client. The independent public accountant performing this special function owes ultimate allegiance to the corporation’s creditors and stockholders, as well as to the investing public. This “public watchdog” function demands that the accountant maintain total independence from the client at all times and requires complete fidelity to the public trust.

Id.

Interdisciplinary clinical programs with other focus areas have had to address these professional responsibility concerns. In doing so, they have had to adopt strategies to overcome these ethical challenges. One way in which interdisciplinary clinics resolve ethical issues is to consider all of the students in the clinic, as well as the other professionals participating in client advocacy, to be part of the clinic's law firm in accordance with Model Rule 5.3.¹⁰⁰ All of them are therefore bound by the same ethical obligations as attorneys.¹⁰¹ Using this approach, law students and other non-lawyers provide representation to their clients under the supervision of lawyers. The

These positions are becoming less distinctive. One example is Congress' passage of Section 7525 of the Internal Revenue Code in 1998. Section 7525 affords accountants authorized to serve as federal tax practitioners before the Internal Revenue Service the right to assert certain communications as privileged under the federal tax practitioner-client privilege. This privilege grants certain tax advice the same common law protections of confidentiality that apply to communications between attorneys and their clients. It also applies to certain communications between a client and any federally authorized tax practitioner to the extent that the communication would be a privileged communication between a taxpayer and an attorney. Dzienkowski & Peroni *supra* note 36, at 110.

Nonetheless, students still identify with these distinct roles. Robert Solomon is the founder of a transactional clinic specializing in community economic development at Yale Law School. The clinic enrolls management and architecture students in addition to law students. Professor Solomon commented, "business students tend to be amazed at lawyer's conflict of interest standards since they are trained in rules of disclosure, not disqualification." Email from Robert Solomon, Professor, Yale Law School (July 18, 2002) (on file with author).

100. Several programs use this approach, including the Community Economic Development Clinic at Yale Law School and the Urban/Housing Issues Symposium at St. Louis University School of Law. Solomon interview, *supra* note 99; Ammann interview, *supra* note 59.

101. MODEL RULES OF PROF'L CONDUCT R. 5.3 (1983).
Responsibilities Regarding Nonlawyer Assistants

With respect to a nonlawyer employed or retained by or associated with a lawyer: . . .

(b) a lawyer having direct supervisory authority over the nonlawyer shall make reasonable efforts to ensure that the person's conduct is compatible with the professional obligations of the lawyer; and

(c) a lawyer shall be responsible for conduct of such person that would be a violation of the Rules of Professional Conduct if engaged in by a lawyer: if

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

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

ethical behavior and actions of non-lawyers must conform to the rules imposed upon lawyers. This may be daunting however, for students who are not trained in the substance of the law, or who are not trained to consider the consequence of every communication or action. This model may also deter other professionals from participating, as the perceived burdens may outweigh the perceived benefits of such collaborations.¹⁰²

The law firm model however may not be a sufficient solution when separate and seemingly conflicting ethical obligations are imposed upon non-law students. In these instances, bringing the non-law students under the umbrella of Model Rule 5.3 will place these students and their supervisors at risk of engaging in potentially unethical conduct.¹⁰³ For example, social work students who work in a legal clinic representing victims of domestic violence are obligated to report allegations of child abuse or neglect,¹⁰⁴ which the client discloses in reliance upon the attorney's duty of confidentiality. In these instances, clinic students and supervisors must take certain precautions to minimize the risk of inadvertent disclosures that might implicate the client.¹⁰⁵ One such precaution is the use of a confidentiality screen, sometimes called either a confidentiality wall or Chinese Wall.¹⁰⁶ A confidentiality wall is an imaginary screen, and is a metaphor for policies and practices that prevent certain persons

102. One transactional law clinic is responding to the challenges. The constraints of client confidentiality have limited the clinic's ability to forge long term relationships with the business school faculty in order to provide integrated client services. The clinic hopes to have law students better understand how business decisions are a driving force in the legal decision making process for clients, and to provide clients with business planning services in addition to legal representation. As a result, the clinic is exploring the hiring of an experienced attorney to work part-time to provide business planning advice, alongside the existing legal services that the clinic provides. Interview with Rachel D. Fardon, Clinical Professor, The Loyola University School of Law, Business Law Center Clinic (BLCC) (July 11, 2002).

103. MODEL RULES OF PROF'L CONDUCT, *supra* note 47.

104. This same obligation to report child abuse or neglect may extend to medical professionals including medical students and to school teachers. *See also* Gerald G. Glynn, *Multidisciplinary Representation of Children: Conflicts over Disclosure of Client Communications*, 27 J. MARSHALL L. REV. 617, 639-44 (1994) (dilemmas arising in multidisciplinary legal representation of children).

105. St. Joan, *supra* note 8, at 438-39.

106. *Id.* at 439. Multidisciplinary clinics may use this same procedure. Using such a screen is a means of protecting client confidentiality when establishing multidisciplinary partnership. Daly, *Choosing Wise Men*, *supra* note 35, at 277.

from gaining access to protected client information. Examples of successful confidentiality wall practices include implementing early protective processes, including the use of certain client/university consent forms; providing formal notifications to staff; creating “shadow files” which keep protected information apart from other case information; and effective training and monitoring.¹⁰⁷

Another approach to minimize the professional team members’ disclosure of confidential client communication, or the breach of other ethical standards, is to define and rank the goals of the professional relationship and to identify in writing how conflicts will be resolved prior to entering in the relationship. If the primary goal of the clinic is to provide legal representation, then all professionals involved should take reasonable steps in the clinic’s design and operation to protect the legal standards of ethical conduct, including maintaining client confidentiality.¹⁰⁸

III. INTERDISCIPLINARY INNOVATION IN TRANSACTIONAL LAW CLINICS

While I have found no clinical program that bills itself as interdisciplinary in both its teaching and in delivering client services.¹⁰⁹ However, this conception is certainly not the only way in which interdisciplinary activity can take place, nor is it the only way to introduce students to ideas and concepts from other disciplines. Despite the challenges, many transactional law clinics engage in some level of interdisciplinary activity, either through conscious design or fortuitous circumstances. Some have infrequent exchanges with other schools or professionals as the opportunities arise, while other programs have found ways to collaborate on an ongoing basis. Other clinics have designed programs that they can regularly market

107. St. Joan, *supra* note 8, at 439. While the confidentiality wall appears to be a reasonable solution to uphold the ethical responsibilities of all professionals, the structure may impede the professionals’ ability to effectively advocate on behalf of the client, to engage in a trust building relationship, or to use the interdisciplinary design for creative problem solving. In the example St. Joan provides, the clinic utilizes the confidentiality wall when providing services to victims of domestic violence.

108. Glynn, *supra* note 104, at 649-50.

109. That is not to say that none exist. It could be that a program exists and I have missed it; if so, my apologies.

to and enroll students from other disciplines.¹¹⁰ All of these programs share a common theme. That is, the clinicians hope to provide a more nuanced, contextual, and expanded clinical experience for their students. Equally important, they desire to provide their clients with a greater range of services and to optimize the clients' chances for success. The following are examples of how a number of transactional law clinics integrate interdisciplinary theory and modes of practice into their educational framework and delivery of client services.

A. Introduction of Other Disciplines and Perspectives through a Clinic's Seminar

A seminar or classroom component is central to most clinic programs. The seminar typically serves a number of educational purposes. The first is reflective, in that it provides a forum for students to discuss the questions and challenges of their client caseload in a confidential peer-to-peer setting. Students explore questions of strategy, ethical concerns, professional judgment, and legal analysis as the clinic's faculty guide the direction and outcome of the discussion. The second purpose is didactic, as it involves readings, classroom discussion, and in-class exercises intended to bolster the students' abilities to engage in the attorney-client relationship. This may include instruction on client interviewing or legal drafting. The third educational purpose that the clinic seminar serves is contextual. This component provides an opportunity to explore theoretical, philosophical, and ethical issues within the context of the attorney-client relationship, as they relate to the client community and the clinic subject matter. Within the context of these educational purposes, many clinicians introduce interdisciplinary themes and ideas into the seminar component of the clinic.¹¹¹

110. For example, the Community Economic Development Clinic at Yale Law School is a law school clinic course that is taught by law school faculty, but marketed to law, architecture, and management school students. Solomon telephone interview, *supra* note 97.

111. The great majority of clinicians that I interviewed relied upon the seminar to introduce interdisciplinary concepts and ideas.

A few clinics go beyond the seminar to expose students to interdisciplinary ways of thinking about the issues confronting their client. A few clinics take students on field trips to

Students often express a desire for curricular materials that help them understand the business and policy issues that affect small businesses and non-profit organizations. These materials may include information on how to understand a financial statement, or the ABC's of federal housing policy. Many clinics, especially those that focus on community economic development, include readings from urban history, urban studies, housing programs, public policy, economics, and planning. Clinic seminars often introduce interdisciplinary perspectives through guest lectures by non-lawyer professionals or academics in accounting, business, financial management, urban planning, housing development, and public policy.¹¹² The Business Law Center Clinic (BLCC) at the Loyola University School of Law involves interdisciplinary learning in a creative program for both students and clients. The BLCC hosts an annual client reception for both clients and students, where a professional from the business community speaks and fields questions from the audience on issues of relevance to small business entrepreneurs and their student attorneys.¹¹³

B. Informal and Project Related Collaborations

Many transactional law clinics form informal or ad hoc alliances with small business technical assistance providers or with faculty from the university's business school or other disciplines. These alliances often serve as a source of client referrals and may provide business consulting services on a limited basis.¹¹⁴ This is certainly

neighborhoods where they have ongoing relationships with client groups or where a client engages in business. At Yale Law School, the Community Economic Development Clinic starts each semester with a bus tour through New Haven and a seminar on the history of New Haven. The seminar focuses on federal housing policy and welfare programs in the context of how they affect where people live and how they impact the development of a city. Solomon telephone interview, *supra* note 97.

112. For example, each semester the SBC invites a representative from the Internal Revenue Service as a seminar guest lecturer. The representative discusses the IRS's interpretation of a number of issues related to small businesses and nonprofit organizations, including federal tax implications of different business structures, employees and independent contractors, and the proper way to complete an application form to request federal tax exemption.

113. Fardon, *supra* note 102.

114. For example, the Small Business Opportunity Center (SBOC) at Northwestern

true for the SBC. We would not have such a rich and varied client case load without the relationship with small business support centers and non-profit agencies, which regularly refer clients to our program. However, these relationships are mostly limited to referrals. The referral may bring the client in contact with the SBC's services, and the client may provide a satisfying learning experience for the student. Yet the opportunity for collaboration and learning through interdisciplinary activity is not usually present for the student, and coordinated services are not usually the by-product for the client.

Some transactional law clinics have established relationships with faculty and departments from other academic disciplines that go beyond referrals and allow for substantive and sustained collaborations on projects of mutual interest. In these instances, students participate in interdisciplinary work teams and clients receive the benefit of these professional collaborations. One particularly noteworthy transactional clinic is the Small Business Clinic/Community Economic Development Project at George Washington University Law School. This clinic has utilized an informal collaborative process with great success. Professor Susan R. Jones, director of this clinic, has written extensively on her experience with interdisciplinary collaborations,¹¹⁵ particularly regarding one client, SiNGA.¹¹⁶ SiNGA is a non-profit clothing manufacturing, merchandising, and entrepreneurial training program that provides hands-on experience for students, at-risk inner city youth, and economically and emotionally disadvantaged people, who are interested in entering the fashion industry as either employees or

University School of Law works closely with the Kellogg Graduate School of Management, which frequently sends the SBOC clients and occasionally provides them with volunteer business consulting services. Email from Thomas Morsch, Associate Clinical Professor and Hochberg Family Director, Northwestern University School of Law (July 3, 2002) (on file with author).

115. See, e.g., Jones, *Current Issues*, *supra* note 29, at 449-53; Jones, *The Case for SiNGA*, *supra* note 87; Susan R. Jones, *A Legal Guide to Microenterprise Development: Battling Poverty Through Self-Employment*, in AMERICAN BAR ASSOCIATION COMMISSION ON HOMELESSNESS AND POVERTY 1998; Jones, *Transactional Lawyering*, *supra* note 12. See also Heather Orletsky Milke, *Sewing the Seeds of Business*, GEO. WASH. L. SCH. MAG., Jan. 2001, at 17-19.

116. SiNGA is short for "Singa Ya Maisha," a phrase in one of the languages of the Democratic Republic of Congo. Jones, *The Case for SiNGA*, *supra* note 87, at 217.

entrepreneurs.¹¹⁷ Through a consortium of George Washington University faculty in business, law, and engineering, the Small Business Clinic provided legal services to SiNGA. It involved what Susan Jones describes as a “research and development team addressing issues ranging from trademark registration and business models to social cost analysis, production feasibility, and manufacturing operations.”¹¹⁸

The work for SiNGA involved more than two dozen law students working over a period of more than four years on a number of different lawyering tasks, including the drafting of bylaws, and preparing for, and filing, the application for tax exemption.¹¹⁹ The students also performed tax research on unrelated business income, established a for-profit subsidiary, investigated funding and partnership opportunities, filed a federal trademark application, and determined the regulatory requirements for a proprietary school license needed to operate the client’s educational activities.¹²⁰ In addition to the rich lawyering experience that students gained through representing their clients, the law students also participated in a collaboration that included joint seminar sessions of faculty and students from all three schools, group meetings with the client, and small group interdisciplinary working sessions on specific issues. For instance, both law and engineering students toured a proposed manufacturing facility together.¹²¹ The program exposed the law students representing SiNGA to a number of lawyering experiences that are not only complex, but are reflective of a sophisticated transactional law practice. One faculty member from the business school described his students’ involvement with the Small Business Clinic students akin to “working with general counsel,”¹²²—not a role that law students generally perform, even within a clinical setting.

117. *Id.*

118. *Id.*

119. *Id.*

120. Jones, *The Case for SiNGA*, *supra* note 87, at 116.

121. *Id.* at 116-17.

122. Milke, *supra* note 115, at 18 (quoting Joel Cook, now Undergraduate Dean of George Washington University’s School of Business and Public Management). For another insightful commentary on the lessons learned from interdisciplinary collaborations, see Daniel S. Shah, *Mainstreaming Community Development: Business Strategies as Radical Approaches to Community Representation*, 29 *FORDHAM URB. L.J.* 1633 (2002).

Project-related collaborations can provide students and clients with an enriching experience. The students may engage in sophisticated legal work that involves a team approach to client representation. The client receives the benefit of coordinated services that reflect an understanding of the interdisciplinary nature of the client's needs. For the clinical program, project collaborations may provide an opportunity to engage in a different way of teaching lawyering skills, which may bring fresh ideas and new energy to the clinical staff and program.¹²³

C. Programs that Include an Interdisciplinary Design

A small number of law school transactional legal clinics participate in sustained programmatic collaborations with other academic disciplines. These programs involve students and faculty in an interdisciplinary academic setting and, in some instances, include live client representation. Two particularly noteworthy programs are the Urban/Housing Issues Symposium at St. Louis University School of Law, and the East St. Louis Action Project, located in East St. Louis, Illinois. The rewards and challenges of both of these interdisciplinary collaborations are described below.

1. Urban/Housing Issues Symposium¹²⁴

The Urban/Housing Issues Symposium is an academic course housed at St. Louis University School of Law. It involves students and faculty from five disciplines (architecture, business, law, public policy, and social work) and two universities, St. Louis University and Washington University in St. Louis.¹²⁵ This Symposium, first introduced in 1992, is the brainchild of Professor Peter Salsich of St. Louis University School of Law and Professor Tom Thomson of the Washington University School of Architecture.¹²⁶ This course

123. Reingold, *supra* note 17, at 556-57.

124. Salsich, *supra* note 23.

125. *Id.* at 951.

126. *Id.* “The program began as a cooperative experiment between the graduate architecture and law schools to explore creative approaches to the affordable housing crisis for low-income families.”

initially focused on developing strategies to assist a hypothetical client community on issues of affordable housing. The unexpected byproduct, was the recognition of “the different languages and approaches brought to problem solving by the two disciplines. [This] led to the decision to both continue and expand the program.”¹²⁷ The program now includes thirty students and seven professors. It is administered through the clinic offices at St. Louis University School of Law.¹²⁸ As the program evolved, its focus shifted from hypothetical clients to actual requests for assistance on a range of urban development and affordable housing matters. Faculty review the requests and select community partners, such as non-profit organizations, local governments, and other community members as clients. The faculty then select a number of projects and assign each project to an interdisciplinary team of students, in the form of a request for a proposal (RFP).¹²⁹ At the end of the semester, each student team presents its response to the assigned RFP to the faculty and to the underlying community partner.¹³⁰

Faculty involved in this Symposium report that the benefits have been significant.¹³¹ First, each student comes with his or her own language, culture, and fixed set of ideas on how to approach and resolve a problem. The students learn from this collaboration that no one approach is better, but simply different. The students learn to appreciate the value of these differences.¹³² Second, students learn the importance of interdisciplinary collaboration as a means of accomplishing a goal on behalf of a client. Third, the program benefits the community partner in that the student proposals are multi-dimensional and comprehensive. For instance, in a city planning project, students address legal issues alongside and in recognition of the intended architectural and urban planning design. In turn, the attendant legal issues influence the design.¹³³

There are limitations to the usefulness of this course as presently

127. *Id.*

128. *Id.*

129. *Id.* at 952-54.

130. *Id.* See also Ammann, *supra* note 59.

131. *Id.*

132. *Id.*

133. *Id.* See also Salsich, *supra* note 23, at 957.

designed. The Urban/Housing Symposium is currently only offered in the fall semester.¹³⁴ At the end of the semester, the student teams present their proposals in response to the assigned RFP. Regardless of whether the faculty and community partner embrace these proposals, the dismantling of the student teams at the end of the semester, and the termination of the Symposium until the next fall term, limits the ability to actually implement these proposals. This has at times caused frustration for the faculty, students, and community partners. The Symposium hopes to address this concern by hiring an adjunct law professor, to be housed in the clinic office at St. Louis University School of Law. The adjunct, with the assistance of law students, would take responsibility for overseeing the implementation of a select few projects.¹³⁵

2. East St. Louis Action Research Project

Since 1990, the East St. Louis Action Research Project (ESLARP) has had an interdisciplinary group of faculty and students from the University of Illinois-Urbana Champaign working with the people and community organizations of East St. Louis, Illinois, to improve their quality of life.¹³⁶ ESLARP is a service learning project involving interested faculty and students who wish to work with residents and community organizations on community concerns.¹³⁷ Among the ESLARP's most ardent participants is Cynthea Geerdes, Clinical Professor of Law, who teaches and supervises students on transactional matters in the Law School's Civil Law Clinic. This clinic represents non-profit organizations and small businesses who could not otherwise afford legal representation.¹³⁸ Geerdes formulates

134. Ammann, *supra* note 59.

135. *Id.* See also Salsich, *supra* note 23, at 950.

136. For more on the East St. Louis Action Project, see College of Fine and Applied Arts, University of Illinois at Urbana-Champaign, EAST ST. LOUIS ACTION PROJECT (2001), at <http://www.eslarp.uiuc.edu>.

137. Service learning, also called community-based research, is beyond the scope of this paper. For more on service learning as a means of campus and community partnerships, see David W. Bartelt, *The University and Community Development: A Common Cause*, 6(3) METROPOLITAN UNIVERSITIES 15 (1995); Ira Harkavy & W. Weiwel, *University-Community Partnerships: Current State and Future Issues*, 6(3) METROPOLITAN UNIVERSITIES 7 (1995); DOING COMMUNITY BASED RESEARCH, A READER, The Loka Institute (1997).

138. The clinic also represents clients who are not participants or community members of

her mission as an educator and lawyer on the simple precept of access to economic justice for low income residents and communities.¹³⁹ Through ESLARP, Geerdes and her students have collaborated on projects with students and faculty from a number of disciplines and with participants from the East St. Louis Community.¹⁴⁰ In the near future, the Civil Law Clinic, through ESLARP, will work on the development of a non-profit incubator in East St. Louis. This project will involve faculty and students from the Graduate Schools of Library and Information Science, Urban Planning, the College of Fine and Applied Arts, and the Law School.¹⁴¹ Geerdes will assign students from the Civil Clinic to work on this project as they might work on any other client matter.¹⁴²

Civil Law Clinic students engaged in ESLARP projects face challenges that their fellow Clinic classmates do not. The Law School is a significant distance from the ESLARP headquarters. Students travel to meet with clients on an average of one to three times per semester.¹⁴³ Students must sometimes work with community residents in ways that are not conventionally viewed as a lawyer's role. Further, the presence of more players, academic or community, can make the representation unpredictable in its direction and difficult to manage. Nevertheless, the students experience the thrill of

ESLARP. The clinic has collaborated with a number of other non-profit agencies and academic divisions on client matters. For example, a collaboration developed the Transportation Resources of Urbana Champaign (TRUC), a non-profit car dealership that receives donations of used cars and sells the cars to low-income working families with little or no interest. Michele Casey et al., report the history of TRUC and the role of the participants in shaping this organization. See Michele Casey et al., *An Overview of Transportation Issues Affecting the Welfare-to-Work Populations: The TRUC Program*, 34 CLEARINGHOUSE REV. 634 (2001).

139. For small businesses, the clinic limits its representation to clients whose incomes are at or below 125% of poverty level. However, in addition to transactional matters, the clinic represents clients with predatory lending problems. In these cases, the clinic accepts clients with an income of up to 200% of the poverty level. Interview with Cynthia Geerdes, Clinical Professor of Law, University of Illinois, Urbana-Champaign (July 25, 2002).

140. *Id.*

141. *Id.*

142. *Id.* The Civil Clinic plays an interesting role in its participation with ESLARP. Professor Geerdes is a member of the faculty of ESLARP and co-chairs the Executive Committee. When the civil clinic provides legal assistance to ESLARP it does so within the context of the attorney-client relationship. If necessary, problems with client confidentiality are dealt with through the use of carefully constructed client waivers. *Id.*

143. *Id.*

developing relationships with other professionals, other students, and community participants. They see the theory of law put into practice and develop a deeper understanding of the complexity of the issues affecting low income urban communities.¹⁴⁴ Through these interdisciplinary collaborations, students gain a better understanding of the concerns and responsibilities of other disciplines and, in turn, a consciousness of their own professional identity.¹⁴⁵

CONCLUSION

This Article has examined opportunities for interdisciplinary activity within the context of a transactional law clinic. As a clinician, I am interested in ways to deliver quality client services while engaging my students in a valuable and enriching educational experience. A transactional law clinic designed to include interdisciplinary collaborations can achieve both of these goals. For clients, it provides an opportunity to deliver a set of coordinated services that increase the client's opportunity for success. For students, an interdisciplinary transactional clinic provides an opportunity to participate in a sophisticated lawyering experience that is uncommon in a clinical program. Further, it provides an opportunity to engage in collaboration as a means of problem solving, and an opportunity to prepare for potential multidisciplinary practices in the future.

This Article describes a few examples of programmatic approaches to the use of interdisciplinary concepts and design in a transactional law clinic setting. The examples illustrate the benefits and challenges of introducing interdisciplinary themes and practices to a transactional law clinic. The challenges to an interdisciplinary clinic may seem daunting, and the obstacles may outweigh the

144. According to Geerdes ESLARP relationships benefit from task orientation. For example, if the city and the client wished to have surplus city land donated to the client, but there was no surplus city land ordinance, they might ask if the clinic would draft such an ordinance. The School of Architecture becomes involved when it is asked to design the building to be located at this site and School of Urban Planning becomes involved when the city asks them to draft an amendment to the city's neighborhood plan. She describes this as "top notch experience for all of the participants." *Id.*

145. *Id.*

potential benefits. Yet the programs that have explored interdisciplinary collaborations report that they are positive, for both their students and their clients. Implementation models for interdisciplinary clinical education are still evolving. Hopefully, this Article will assist in this evolution, as it relates to transactional law clinic education.