

Only NALSC Members are Bound by the NALSC Code of Ethics®

by Valerie Fontaine, Esq.

One of NALSC's foundational purposes is to raise the ethics and professionalism of the legal search profession, and that is accomplished primarily through the promulgation and enforcement of the NALSC Code of Ethics®. Increasingly, law firms include compliance with the NALSC Code of Ethics in their agreements with search firms as a requirement for doing business together, demonstrating their growing demand for heightened ethical behavior by search firms. We were pleased to see that some AmLaw 100 law firms have begun taking it a step further by sending a copy of the NALSC Code of Ethics to search firms along with their contract renewals for 2024.

Important Clarifications

One important point needs clarification: Technically, only NALSC members are bound by the NALSC Code of Ethics.

A NALSC Code of Ethics complaint can be filed only against NALSC search firm members who agree, as a condition of membership in the association, to subject themselves to the Code's enforcement mechanism. A complaint cannot be filed against a non-member who violates its provisions even if that non-member search firm signed an agreement with a law firm to abide by the provisions of the Code, because that non-member has not agreed to be bound by the Code's enforcement process.

Moreover, if a search firm, NALSC member or not, signs a law firm's fee agreement which requires following the NALSC Code of Ethics, and then breaches that agreement by violating the Code, the NALSC enforcement mechanism does not take the place of nor supersede contractual causes of action appropriate for civil litigation. Law firms certainly can pursue those claims through judicial means. Note, also, that NALSC cannot enforce contracts; it can only determine whether the Code of Ethics has been violated by a NALSC member, and, if so, apply an appropriate sanction for the violation.

The Code's Enforcement Procedures

If a NALSC member search firm potentially violates the Code of Ethics, a formal and confidential complaint form can be completed online at the NALSC website. This provides an opportunity to explain the alleged facts and identify the potential violator. Any individual or entity, not just NALSC members, can file a complaint based on a potential violation of the Code.

The completed online complaint form is sent to the NALSC President and Ethics Committee Chair confidentially for an initial review to determine

whether the complaint appears to be valid and warrants further inquiry, or whether it is frivolous or contains insufficient or unreliable information.

If the Ethics Committee determines that a potential violation may have occurred, the Committee will notify both the complainant and the respondent/potential violator. The Committee then investigates the specific facts or circumstances to clarify, expand, or corroborate the information provided in the complaint.

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After gathering the required facts, the Committee holds a telephone hearing where the parties have the right to counsel if they choose and both sides have the opportunity to present their facts and positions. The Ethics Committee then determines whether a violation occurred or whether the complaint should be dismissed. If a violation occurred, the Committee determines appropriate sanctions for the member search firm, and those can include censure, suspension, or expulsion from the association.

For further information:

- [NALSC Code of Ethics®](#) with Confidential Complaint Form
- [NALSC Bylaws \(Article IV – Code of Ethics Procedures; Sanction of Members\)](#)

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