

Responsible Officer:	APBC Director
Responsible Office:	Office of the Controller and Business Services Administrative Policies and Business Contracts (APBC)
Issuance Date:	02/24/2020
Effective Date:	02/24/2020
Last Review Date:	Not applicable (initial issuance of section).
Scope:	UC Agriculture and Natural Resources Personnel

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I. POLICY SUMMARY

- A. This section of the Policy and Procedure Manual (PPM) for the University of California (UC) Agriculture and Natural Resources (ANR) describes how UC ANR interfaces with the Office of the General Counsel of The Regents (OGC) and introduces the concept of the attorney-client privilege.
- B. The information presented here is general, and cannot address all of the unique concerns that can arise regarding these topics. **Questions regarding specific situations should be directed to the Administrative Policies and Business Contracts Director whose contact information appears on Page 1 above.**
- C. Communication with OGC should be initiated by the Controller's office. Questions and concerns that appear to require consultation with OGC should be referred to the Administrative Policies and Business Contracts Director who will link UC ANR personnel and OGC as appropriate. The attorney-client privilege is a vital attribute of the relationship between a lawyer and their client. The Administrative Policies and Business Contracts Director will provide guidance as further explained below to ensure that as appropriate, the attorney-client privilege is not inadvertently "broken."

II. DEFINITIONS

Not used.

III. POLICY TEXT

- A. Initial Communication with OGC
Communication with OGC should originate in the Controller's office and all questions or concerns appearing to require consultation with OGC should be referred to the Administrative Policies and Business Contracts Director who will link UC ANR personnel and OGC as appropriate.
- B. The Attorney-Client Privilege
 - 1. What It Is
The attorney-client privilege is an evidentiary rule that protects confidential communications between attorneys and their clients when legal advice is sought by or provided to the client. It is designed to foster frank, open communication between the client and the attorney. The attorney must know all the facts – both favorable and unfavorable – in order to properly advise the client. The attorney-client privilege enables the client to communicate all the facts to the attorney without fear of disclosure.

2. What It Does

The privilege shields written and oral communications from disclosure in litigation as well as from disclosure under the Public Records Act and similar laws.

3. What It Requires

Communications must meet certain criteria to qualify for privileged status.

- a. They must be confidential, meaning that attorney-client communications should not be disclosed to third parties or even others within UC who do not need to be involved in providing legal advice, as doing so can waive the privilege.
- b. They must be between an attorney and a client – meaning a lawyer in OGC or outside counsel retained by OGC.
- c. They must be for the purpose of seeking or providing legal advice; therefore, simply copying an attorney on an email or having a lawyer in the room does not necessarily establish the privilege.

4. Who May Establish It

While many UC employees have legal degrees, it is only those attorneys who are members of UC's OGC who can provide legal advice on behalf of UC, and who can establish an attorney-client relationship protected by the privilege.

5. How to Proceed

There are many complexities to the attorney-client privilege not mentioned here. Accordingly, be sure to consult with the Director, Administrative Policies and Business Contracts who will provide further guidance about the attorney-client privilege.

Do not share any communication from OGC – whether written or verbal – without first consulting with the Director, Administrative Policies and Business Contracts. Doing so may inadvertently “break” the attorney-client privilege.

IV. COMPLIANCE / RESPONSIBILITIES

Not used.

V. PROCEDURES

Not used.

VI. RELATED INFORMATION

- UC Office of the General Counsel of The Regents [Attorney-Client Privilege](#)
- [The Attorney-Client Privilege at the University of California](#)
- UC ANR Policy and Procedure Manual Section 460, [Subpoenas](#)
- UC ANR Administrative Policies and Business Contracts Webpage for [Records Requests, Subpoenas and Other Legal Issues](#)

VII. FREQUENTLY ASKED QUESTIONS

- A. *I just received a call from a lawyer and it sounds like she's threatening to take action against UC ANR. What should I do?*

Please contact the Director, Administrative Policies and Business Contracts (contact information on Page 1 above). They will work with you to either refer the attorney directly to them for assistance or to otherwise respond appropriately.

- B. *I was just served with a subpoena related to my UC ANR work. What should I do?*

Contact the Director, Administrative Policies and Business Contracts (contact information on Page 1 above) who will help you to respond appropriately. Also, read the UC ANR PPM section on subpoenas (see the link in item VI, *Related Information*, above).

- C. *If I just write "attorney-client privilege" on my paperwork, its automatically considered confidential and privileged, right?*

Well, not quite. Generally, confidential communications between employees and OGC for the purpose of securing legal advice for UC are covered by the attorney-client privilege. But whether a particular communication is covered by the privilege depends on the specific circumstances, so please be sure to discuss this with the Director, Administrative Policies and Business Contracts who can advise you about the scope of the privilege and how to protect it appropriately.

VIII. REVISION HISTORY

Not applicable (initial issuance of section).