

IN THE SUPREME COURT OF PENNSYLVANIA

OFFICE OF DISCIPLINARY COUNSEL,	:	No. 2627 Disciplinary Docket No. 3
	:	
Petitioner	:	No. 102 DB 2019
	:	
v.	:	Attorney Registration No. 75528
	:	
ANDREA D. GOODRICH,	:	(Bucks County)
	:	
Respondent	:	

ORDER

PER CURIAM

AND NOW, this 3rd day of July, 2019, upon consideration of the Recommendation of the Three-Member Panel of the Disciplinary Board, the Joint Petition in Support of Discipline on Consent is granted, and Andrea D. Goodrich is suspended on consent from the Bar of this Commonwealth for a period of six months. Respondent shall comply with all the provisions of Pa.R.D.E. 217 and pay costs to the Disciplinary Board pursuant to Pa.R.D.E. 208(g).

A True Copy Patricia Nicola
As Of 07/03/2019

Attest: 
Chief Clerk
Supreme Court of Pennsylvania

BEFORE THE DISCIPLINARY BOARD OF THE
SUPREME COURT OF PENNSYLVANIA

OFFICE OF DISCIPLINARY COUNSEL,	:	No. ¹⁰² DB 2019
Petitioner	:	
	:	Board File No. C2-18-579
v.	:	
	:	Attorney Reg. No. 75528
ANDREA DEE GOODRICH,	:	
Respondent	:	(Bucks County)

**JOINT PETITION IN SUPPORT OF
DISCIPLINE ON CONSENT
PURSUANT TO Pa.R.D.E. 215(d)**

Petitioner, the Office of Disciplinary Counsel (hereinafter, "ODC") by Paul J. Killion, Chief Disciplinary Counsel and Krista K. Beatty, Disciplinary Counsel, and Respondent, Andrea Dee Goodrich ("Respondent"), by and through her counsel, Samuel C. Stretton, Esquire, respectfully petition the Disciplinary Board in support of discipline on consent, pursuant to Pennsylvania Rule of Disciplinary Enforcement ("Pa.R.D.E.") 215(d), and in support thereof state:

1. ODC, whose principal office is situated at Pennsylvania Judicial Center, 601 Commonwealth Avenue, Suite 2700, P.O. Box 62485, Harrisburg, Pennsylvania 17106, is invested, pursuant to Pa.R.D.E. 207, with the power and duty to investigate all matters involving alleged misconduct of an attorney admitted to practice law in the Commonwealth of Pennsylvania and to prosecute all disciplinary proceedings brought in accordance with the various provisions of the aforesaid Enforcement Rules.

2. Respondent, Andrea Dee Goodrich, was born June 27, 1969 and was admitted to practice law in the Commonwealth of Pennsylvania on May 11, 1995. Respondent has been registered as voluntarily inactive since July 1, 1995.

FILED
05/28/2019
The Disciplinary Board of the Supreme Court of Pennsylvania

3. Respondent is subject to the disciplinary jurisdiction of the Disciplinary Board of the Supreme Court of Pennsylvania.

4. Respondent's affidavit stating, *inter alia*, her consent to the recommended discipline is attached hereto as Exhibit "A."

SPECIFIC FACTUAL AND LEGAL ADMISSIONS

5. On November 7, 1995, Respondent was admitted to the State Bar of Georgia. Respondent remains an active member of the State Bar of Georgia, in good standing.

6. From August 1994 to July 1995, Respondent served as law clerk to the Honorable Joyce Bihary of the United States Bankruptcy Court of the Northern District of Georgia. From July 1995 until July 2005, Respondent engaged in private practice in Atlanta, Georgia, serving as an associate with the law firm of Alston & Bird LLP (from September 1995-December 2001), and later as partner for that firm (January 2002-July 2005).

7. In August 2005, Respondent took a position as Associate General Counsel for Tyco International ("Tyco"), in Princeton, New Jersey. Between August 2005 and February 2007, although still actively licensed to practice law in Georgia, Respondent was not licensed in the state of New Jersey.

8. On February 12, 2007, Respondent obtained a New Jersey limited In-House Counsel license, while continuing her work as Associate General Counsel for Tyco. In June, 2009, Respondent was promoted to Vice President and Associate General Counsel for Tyco, where she served until September 2012. In September 2012, Respondent served as Vice President and Corporate Secretary for Tyco; she remained in that role until January 2017.

9. In January 2017, Respondent took a job as Senior Vice President and Corporate Secretary for Lincoln Financial Group in Radnor, Pennsylvania, despite not having an active Pennsylvania license.

10. Between January 2017 and May 2018, Respondent failed to seek reinstatement of her Pennsylvania license. As an inactive, formerly admitted Pennsylvania attorney, Respondent engaged in the unauthorized practice of law in Pennsylvania in her role as Corporate Secretary and Senior Vice President for Lincoln Financial Group.

11. On May 3, 2018, Respondent filed a Petition for Reinstatement from Inactive Status with the Disciplinary Board of the Supreme Court of Pennsylvania. Respondent disclosed in her Petition and Special Reinstatement Questionnaire that in January 2017, she began working as Senior Vice President and Corporate Secretary for Lincoln Financial Group in its Newtown Square, Pennsylvania office, despite not having an active Pennsylvania law license.

12. Respondent described her job responsibilities at Lincoln Financial Group to include "leading a team of corporate, securities and transaction attorneys and professionals supporting corporate legal matters for the corporation and its subsidiaries"; "oversee[ing] the governance of the boards of directors of the Corporation and its subsidiaries and ensur[ing] that the Corporation is in compliance with all applicable laws, rules and regulations relating to its public company status"; and "provid[ing] the General Counsel, other senior management and the corporation's Board of Directors with counsel and insight on governance matters and board process."

13. Respondent supervised attorneys in the Lincoln Financial Group Legal Department. Respondent was supervised by Lincoln's Executive Vice President and General Counsel.

14. Upon realizing she was required to be actively licensed in Pennsylvania, Respondent immediately informed her supervisor at Lincoln Financial Group.

15. After retaining counsel, Respondent withdrew her Petition for Reinstatement, to address ODC's questions concerning Respondent's compliance with Pennsylvania Rule of Professional Conduct 5.5.

16. Respondent made the decision to retire from her position with Lincoln Financial Group, and stay home with her family.

17. Respondent has been retired from Lincoln Financial Group since August 2018, and has not been practicing law.

18. Respondent attributes her unauthorized practice of law in Pennsylvania to her erroneous belief that her role as Senior Vice President and Corporate Secretary for Lincoln Financial Group did not actively involve the practice of law.

19. Respondent accepts full responsibility for her disregard of the Pennsylvania licensing requirements, including her failure to take the steps required to seek reinstatement of her Pennsylvania law license prior to returning to work in Pennsylvania in January 2017.

20. Through counsel, Respondent has expressed remorse for her misconduct.

21. By her conduct as alleged in paragraphs 4 through 20, Respondent violated the following Rules of Professional Conduct and Rules of Disciplinary Enforcement:

- a. RPC 5.5(a), prohibiting a lawyer from practicing law in a jurisdiction in violation of the regulation of the legal profession in that jurisdiction;
- b. RPC 5.5(b)(1), prohibiting a lawyer who is not admitted to practice in this jurisdiction from establishing an office or other systematic and continuous presence in this jurisdiction for the practice of law except as authorized by the Rules of Professional Conduct, Pa.B.A.R. 302 or other law;

- c. RPC 8.4(c), prohibiting a lawyer from engaging in conduct involving misrepresentation; and
- d. Pa.R.D.E. 217(j), prohibiting a formerly admitted attorney from engaging in any form of law-related activities in this Commonwealth except in accordance with the requirements set forth within that Rule.

SPECIFIC JOINT RECOMMENDATION FOR DISCIPLINE

22. Petitioner and Respondent jointly recommend that the appropriate discipline for Respondent's admitted misconduct is a six-month suspension from the practice of law.

23. Respondent consents to that discipline being imposed upon her by the Supreme Court of Pennsylvania. Respondent's affidavit required by Rule 215, Pa.R.D.E., stating, *inter alia*, her consent to the recommended discipline, is attached hereto as Exhibit "A."

24. In support of the Joint Petition, the parties respectfully submit that the following mitigating circumstances are present:

- a. Respondent has admitted engaging in and expressed remorse for her misconduct;
- b. Respondent has cooperated with Petitioner by entering into this Joint Petition to receive a six-month suspension; and
- c. Respondent has no prior history of discipline.

25. In Pennsylvania, there is no *per se* discipline for a particular type of misconduct; instead, each case is reviewed individually. *Office of Disciplinary Counsel v. Lucarini*, 417 A.2d 186 (Pa. 1983).

26. The imposition of a six-month suspension is consistent with the range of sanctions imposed in similar cases involving the unauthorized practice of law:

- a. In *Office of Disciplinary Counsel v. Catherine Muldoon*, No. 2582 DD No. 3, 33 DB 2019 (2019), the Pennsylvania Supreme Court granted a joint petition for discipline on consent and imposed a six-month suspension to address respondent's unauthorized practice of law and law-related activity in her role as Chief Legal Officer at BDP International, Inc., while on administrative suspension between April 2015 and November 2018;
- b. In *Office of Disciplinary Counsel v. Vassallo*, No. 2511 DD No. 3, No. 45 DB 2018 (2018), the Pennsylvania Supreme Court granted a joint petition for discipline on consent and imposed a six-month suspension to address respondent's unauthorized practice of law for a period of two years, during which respondent acted as in-house counsel, title agent and president of his title company;
- c. In *Office of Disciplinary Counsel v. Pellegrino*, No. 2409 DD No. 3, No. 130 DB 2017 (2017), the Pennsylvania Supreme Court granted a joint petition for discipline on consent and imposed a six-month suspension to address Ms. Pellegrino's unauthorized practice of law and law-related activities in Pennsylvania in her role as Vice President/Senior Counsel for Hartford Funds Management Company, LLC from December 2012 through March 2017;
- d. In *Office of Disciplinary Counsel v. D'Oyley*, No. 2107 DD No. 3, No. 137 DB 2014 (2014), the Pennsylvania Supreme Court granted a petition for

discipline on consent and imposed a six-month suspension to address Ms. D'Oyley's unauthorized practice of law and law-related activity working in Pennsylvania in her roles as Assistant General Counsel and Associate General Counsel for a pharmaceutical company from May 2009 through April 2014;

- e. In *Office of Disciplinary Counsel v. McCarthy Clark*, No. 2315 DD No. 3, No. 132 DB 2016 (2016), the Pennsylvania Supreme Court imposed a six-month suspension on consent to address McCarthy Clark's unauthorized practice of law in Massachusetts in her roles as in-house counsel at three successive companies over a period of approximately four years. McCarthy Clark had never been admitted to practice law in Massachusetts or any other jurisdiction with the exception of Pennsylvania, and had elected voluntary inactive status in Pennsylvania for the entire period at issue;
- f. In *Office of Disciplinary Counsel v. Moore*, No. 1486 DD No. 3, No. 32 DB 2009 (2009), the Pennsylvania Supreme Court imposed a six-month suspension on consent to address Moore's unauthorized practice of law. Moore, who was General Counsel for a Pennsylvania company, remained in that position for a one-year period during which his license was inactive for failure to comply with CLE requirements. During that time, Moore answered legal questions the company had regarding approximately six business contracts while awaiting outside counsel's advice regarding significant legal issues;

- g. In *Office of Disciplinary Counsel v. Talbot*, No. 1323 DD No. 3, No. 158 DB 2008 (2008), Talbot engaged in the unauthorized practice of law until regaining active status in August 2007. At or about that time, he voluntarily ceased practicing law and agreed to a temporary suspension. He was eventually suspended for six months, retroactive to the date of his temporary suspension; and
- h. In the case of *Office of Disciplinary Counsel v. Price*, No. 1179 DD No. 3, No. 113 DB 2006 (2006), the Court approved a joint petition in support of a six-month suspension for Price who continued to practice law as a sole practitioner without supervision while on inactive status. Price, on behalf of several clients, appeared at judicial hearings, filed pleadings, provided legal consultation and advice, and negotiated or transacted matters with opposing counsel and/or third parties.

27. In light of the nature of the misconduct and the mitigating factors, Petitioner and Respondent submit that a six-month suspension is appropriate discipline.

WHEREFORE, Petitioner and Respondent respectfully request, pursuant to Pennsylvania Rules of Disciplinary Enforcement 215(e) and 215(g)(2), that a three-member panel of the Disciplinary Board review and approve the Joint Petition in Support of Discipline on Consent and file a recommendation with the Supreme Court of Pennsylvania that Respondent be suspended for a period of six (6) months.

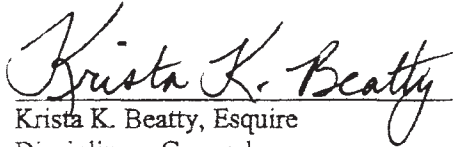
Respectfully submitted,

OFFICE OF DISCIPLINARY COUNSEL

PAUL J. KILLION,
Chief Disciplinary Counsel

Date: 5/24/19

BY:



Krista K. Beatty, Esquire
Disciplinary Counsel
District II Office
Attorney ID No. 75211
Suite 170, 820 Adams Avenue
Trooper, PA 19403
(610) 650-8210

Date: 5/21/19

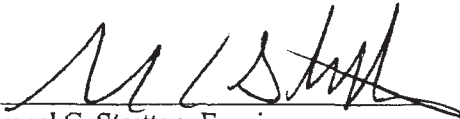
BY:



Andrea Dee Goodrich
Respondent

Date: 5/22/19

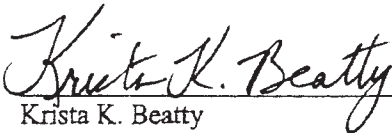
BY:



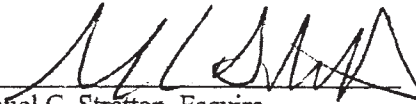
Samuel C. Stretton, Esquire
Counsel for Respondent
103 South High Street
P.O. Box 3231
West Chester, PA 19381

VERIFICATION

The statements contained in the foregoing *Joint Petition In Support of Discipline on Consent* are true and correct to the best of my knowledge or information and belief and are made subject to the penalties of 18 Pa.C.S.A. §4904, relating to unsworn falsification to authorities.

Date: 5/24/19 BY: 
Krista K. Beatty
Disciplinary Counsel

Date: 5/21/19 BY: 
Andrea Dee Goodrich
Respondent

Date: 5/22/19 BY: 
Samuel C. Stretton, Esquire
Counsel for Respondent

BEFORE THE DISCIPLINARY BOARD OF THE
SUPREME COURT OF PENNSYLVANIA

OFFICE OF DISCIPLINARY COUNSEL,	:	No.	DB 2019
Petitioner	:		
	:	Board File No.	C2-18-579
v.	:		
	:	Attorney Reg. No.	75528
ANDREA DEE GOODRICH,	:		
Respondent	:	(Bucks County)	

CERTIFICATE OF SERVICE

I hereby certify that I am this day serving the foregoing document upon all parties of record in this proceeding in accordance with the requirements of 204 Pa. Code §89.22 (relating to service by a participant).

First Class Mail, as follows:

Samuel C. Stretton, Esquire
103 S. High Street
P.O. Box 3231
West Chester, PA 19381

Date:

5/24/19

BY:

Krista K. Beatty

Krista K. Beatty
Disciplinary Counsel
District II Office
Attorney ID No. 75211
Suite 170, 820 Adams Avenue
Trooper, PA 19403
(610) 650-8210

BEFORE THE DISCIPLINARY BOARD OF THE
SUPREME COURT OF PENNSYLVANIA

OFFICE OF DISCIPLINARY COUNSEL,	:	No.	DB 2019
Petitioner	:		
	:	Board File No.	C2-18-579
v.	:		
	:	Attorney Reg. No.	75528
ANDREA DEE GOODRICH,	:		
Respondent	:	(Bucks County)	

AFFIDAVIT
UNDER RULE 215(d), Pa.R.D.E.

COMMONWEALTH OF PENNSYLVANIA:
COUNTY OF BUCKS:

ANDREA DEE GOODRICH, being duly sworn according to law, deposes and hereby submits this affidavit consenting to the recommendation of discipline in the form of a six-month suspension in conformity with Pa.R.D.E. 215(d) and further states as follows:

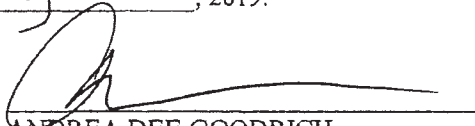
1. She is an attorney admitted to the bar of the Commonwealth of Pennsylvania, on or about May 11, 1995. She has been registered as voluntarily inactive since July 1, 1995.
2. She desires to submit a Joint Petition in Support of Discipline on Consent Pursuant to Pa.R.D.E. 215(d).
3. Her consent is freely and voluntarily rendered; she is not being subjected to coercion or duress; and she is fully aware of the implications of submitting this affidavit.
4. She is aware that there is presently pending a proceeding involving allegations that she has been guilty of misconduct as set forth in the Joint Petition in Support of Discipline on Consent.
5. She acknowledges that the material facts set forth in the Joint Petition are true.
6. She submits the within affidavit because she knows that if charges predicated upon

the matter under investigation were filed, or continued to be prosecuted in the pending proceeding, she could not successfully defend against them.

7. She acknowledges that she is fully aware of her right to consult and employ counsel to represent her in the instant proceeding. She has retained, consulted and acted upon the advice of counsel in connection with her decision to execute the within Joint Petition.

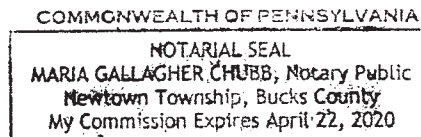
It is understood that the statements made herein are subject to the penalties of 18 Pa.C.S.A. §4904 (relating to unsworn falsification to authorities).

Signed this 21st day of May, 2019.


ANDREA DEE GOODRICH
Respondent

Sworn to and subscribed
before me this 21 day
of May 2019.


Notary Public



CERTIFICATE OF COMPLIANCE

I certify that this filing complies with the provisions of the *Case Records Public Access Policy of the Unified Judicial System of Pennsylvania* that require filing confidential information and documents differently than non-confidential information and documents.

Submitted by: Office of Disciplinary Counsel

Signature: Krista K. Beatty

Name: Krista K. Beatty

Attorney No. (if applicable): 75211