

*Sent via mail and email*

May 28, 2026

Attorney Grievance Committee for the First Department  
Supreme Court, Appellate Division  
180 Maiden Lane, 17th Floor  
New York, NY 10038  
[AD1-AGC-newcomplaints@nycourts.gov](mailto:AD1-AGC-newcomplaints@nycourts.gov)

Re: Request for Ethics Investigation into Latham & Watkins LLP

Dear Attorney Grievance Committee Members and Chief Attorney Jorge Dopico:

Free Speech For People<sup>1</sup> respectfully requests that the Attorney Grievance Committee investigate Latham & Watkins LLP (“Latham”), located at 1271 Avenue of the Americas, New York, NY 10020, for violations of New York’s Rules of Professional Conduct arising out of the firm’s decision to enter into negotiations with and to ultimately grant significant concessions to President Donald J. Trump and his associates in order to obtain political favor with the Trump administration. The Committee should include in the scope of its investigation Chair and Managing Partner of the firm, Richard Trobman (Bar No. 2937746), and other attorney members of the firm’s management committee who participated in agreeing to and satisfying the agreement with Trump. In entering and taking steps to satisfy an illegal agreement with Trump, Latham and these attorneys likely violated Rule 8.4(a) (violating the rules and inducing other attorneys to do so), Rule 8.4(b) (illegal conduct, including bribery and extortion), and Rule 1.7 (conflicts of interest).

In addition, the Committee should investigate attorneys at Latham who represented Skydance, the Ellison family, and RedBird Capital Partners in the merger with Paramount.<sup>2</sup> The merger required approval by the Federal Communications Commission (FCC). While approval was pending, Paramount made significant concessions to Trump including by abruptly settling Trump’s

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<sup>1</sup> Free Speech For People is a national, non-partisan, nonprofit public interest organization dedicated to challenging government and corporate corruption, and protecting our country’s core democratic principles and our Constitution. Free Speech For People engages in legal advocacy, public education, and organizing in communities across the country. The organization has more than one million supporters nationwide.

<sup>2</sup> Press Release, Latham & Watkins LLP, *Latham & Watkins Represents Skydance Media and Investor Group in Definitive Agreements With Paramount Global and National Amusements* (July 8, 2024) <https://www.lw.com/en/news/2024/07/latham-watkins-represents-skydance-in-definitive-agreements-with-paramount-and-national-amusements> [hereinafter *Latham July 8 Press Release*]; Press Release, Latham & Watkins LLP, *Latham & Watkins Advises Skydance Media in Completed Merger With Paramount Global* (Aug. 7, 2025), <https://www.lw.com/en/news/2025/08/latham-watkins-advises-skydance-media-in-completed-merger-with-paramount-global> [hereinafter *Latham Aug. 7 Press Release*].

baseless lawsuit against the company. Skydance and David Ellison separately committing to contributing \$20 million in programming and advertising to Trump or his preferred topics, terminating diversity initiatives, and hiring an ombudsman to investigate purported “political bias.” The FCC approved the merger soon thereafter. If investigation finds that Latham attorneys in any way facilitated Skydance’s side deal in exchange for regulatory approval from the Trump administration, those attorneys would have violated Rule 1.2(d) (assisting a client with illegal conduct) and Rule 8.4(b) (illegal conduct, particularly bribery).<sup>3</sup>

## I. BACKGROUND

The relevant facts summarized herein are based solely on publicly available information. Free Speech For People does not claim that the organization, or any individual associated with it, has personal or institutional knowledge of the facts in this matter.

### A. Latham’s History

Latham, founded in 1934, employs more than 3,500 lawyers in 14 countries and is one of the highest grossing law firm in the world, reaching \$7 billion in revenue in 2024, with average equity partner earnings of more than \$7.1 million in the same period.<sup>4</sup> The firm is considered a “global leader in corporate transactions, environmental law, finance matters, litigation and trial, and tax services,” and it is ranked first for Clean Tech/Renewable Energy Law and for Securities/Capital Markets in the 2027 Vault Rankings.<sup>5</sup>

In 2025, Latham reported a total of 193,601 hours of pro bono across its U.S. offices, averaging 79 annual hours per attorney.<sup>6</sup> For many years, assisting undocumented refugee children in U.S. Immigration and Customs Enforcement custody was the “centerpiece” of Latham’s pro bono work, and included direct

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<sup>3</sup> Free Speech For People has submitted complaints against three other law firms and received a response on May 14, 2026 stating that the Committee is deferring such investigations until there are final judicial determinations in related litigation. We respectfully request that the Committee address these ethical issues within its power urgently rather than allowing them to remain unresolved for months, possibly years. Swift consequences for ethics violations strongly deter future violations and minimize harm to the public and to our democratic institutions. That said, this complaint against Latham differs from the previous submitted complaints as it includes allegations related to the Paramount-Skydance merger.

<sup>4</sup> *About Us*, Latham & Watkins LLP, <https://www.lw.com/en/about-us> (last visited May 27, 2026); *Latham & Watkins Company Profile*, Vault, <https://vault.com/company-profiles/law/latham-watkins-llp> (last visited May 27, 2026) [hereinafter *Latham Vault Profile*]; Roy Strom, *Latham Hits \$7 Billion Revenue Mark, Outpacing Big Law Growth*, Bloomberg L. (Mar. 11, 2025), <https://news.bloomberglaw.com/business-and-practice/latham-hits-7-billion-revenue-mark-outpacing-big-law-growth>.

<sup>5</sup> *Latham Vault Profile*, *supra* note 4.

<sup>6</sup> *The 2025 survey of pro bono hours*, Chambers Associate, <https://www.chambers-associate.com/law-firms/pro-bono-hours> (accessed Apr. 15, 2026).

representation of minors, legislative advocacy, and systemic advocacy through class-action litigation, administrative lobbying, and standards-setting efforts.<sup>7</sup> The New York office of Latham in particular helps “provide legal services to those most in need by partnering with nearly every key legal services organization in the city, from The Legal Aid Society and New York Lawyers for the Public Interest, to Sanctuary for Families, the New York Civil Liberties Union, and the Fair Housing Justice Center.”<sup>8</sup>

## **B. Trump’s Attacks on Law Firms**

Early in his second term, Trump began to unlawfully subject large law firms to punitive orders and baseless agency investigations. On February 25, 2025, he suspended the security clearances of Covington & Burling LLP employees and ordered government agencies to evaluate their contracts with the firm, because it had represented Jack Smith. Memorandum on Suspension of Security Clearances and Evaluation of Government Contracts, 2025 Daily Comp. Pres. Doc. 303 (Feb. 25, 2025).<sup>9</sup>

On March 6, 2025, Trump issued a blatantly unlawful executive order against Perkins Coie LLP that subjected the firm and its clients to punitive sanctions by the administration. Exec. Order 14230, 90 Fed. Reg. 11781 (Mar. 6, 2025). The executive order accused Perkins Coie of “dishonest and dangerous activity” for undertaking lawful legal actions, properly defending its clients in court, and committing to fair and diverse hiring practices. The executive order unlawfully ordered the suspension of firm attorneys’ security clearances, prohibited firm employees from entering government buildings, required all government contractors to disclose business with the firm, subjected their government contracts to agency review, prohibited agency officials from hiring employees of Perkins Coie, and ordered the Equal Employment Opportunity Commission (“EEOC”) to investigate the firm, all in an effort to punish the firm, its attorneys, and its clients, and to undermine the firm’s business relationships. Perkins Coie immediately challenged the order in court and won an early and decisive victory in less than a week, obtaining a temporary restraining order on March 12, 2025. Perkins Coie obtained a

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<sup>7</sup> *Lawyers Try to Improve Lot of Young Refugees*, N.Y. Times (June 9, 2002), <https://www.nytimes.com/2002/06/09/us/lawyers-try-to-improve-lot-of-young-refugees.html>; *Immigration Detainee Pro Bono Opportunities Guide*, Am. Bar Ass’n Comm’n on Immigr. (2004), [https://www.americanbar.org/content/dam/aba/publications/commission\\_on\\_immigration/pro\\_bono\\_opportunity\\_guide.pdf](https://www.americanbar.org/content/dam/aba/publications/commission_on_immigration/pro_bono_opportunity_guide.pdf) (last visited May 27, 2026).

<sup>8</sup> *New York*, Latham & Watkins LLP, <https://www.lw.com/en/offices/newyork> (last visited May 27, 2026).

<sup>9</sup> Covington did not litigate to block the order nor negotiate with Trump; the firm continued to represent Jack Smith. Kelsey Walsh, *Trump signs executive action targeting law firm representing former special counsel Jack Smith*, ABC News (Feb. 25, 2025), <https://abcnews.com/Politics/trump-signs-executive-action-targeting-law-firm-representing/story?id=119190846>.

permanent injunction against the order against it on May 2, 2025.<sup>10</sup> *Perkins Coie LLP v. U.S. Dep't of Justice*, Order No. CV 25-716 (BAH) (Mar. 12, 2025) [hereinafter *Perkins Coie TRO Order*]; *Perkins Coie LLP v. U.S. Dep't of Just.*, 783 F. Supp. 3d 105, 105 (D.D.C. 2025), *appeal docketed*, No. 25-5241 (D.C. Cir. July 2, 2025) [hereinafter *Perkins Coie D.D.C. Opinion*].

Despite the March 12 ruling, Trump continued to issue orders against other law firms. These include Paul, Weiss, Rifkind, Wharton & Garrison LLP (“Paul Weiss”); Jenner & Block LLP; Wilmer Cutler Pickering Hale and Dorr LLP (“WilmerHale”); and Susman Godfrey LLP. *See* Exec. Order No. 14237, 90 Fed. Reg. 13039 (Mar. 14, 2025) (Addressing Risks from Paul Weiss); Exec. Order 14246, 90 Fed. Reg. 13997 (Mar. 25, 2025) (Addressing Risks from Jenner & Block); Exec. Order 14250, 90 Fed. Reg. 14549 (Mar. 27, 2025) (Addressing Risks from WilmerHale); Exec. Order 14263 90 Fed. Reg. 15615 (Apr. 9, 2025) (Addressing Risks from Susman Godfrey). He also threatened to issue more orders. *See Perkins Coie D.D.C. Opinion*, 783 F. Supp. 3d at 156. Jenner & Block, WilmerHale, and Susman Godfrey all sued, and like Perkins Coie, all three obtained swift court orders to block those orders.<sup>11</sup> In fact, it only took two hours for Susman Godfrey attorneys to unanimously agree to fight the executive order in court.<sup>12</sup>

Paul Weiss entered into negotiations with Trump and on March 20, 2025 became the first firm to agree to provide Trump and his allies with valuable services and make significant concessions regarding the firm’s practices in order to obtain rescission of the order.<sup>13</sup> Following Paul Weiss’s deal template, Skadden,

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<sup>10</sup> In her May 2, 2025 ruling, Judge Howell of the District Court of the District of Columbia, issued a sharp rebuke of the Trump administration: “The importance of independent lawyers to ensuring the American judicial system’s fair and impartial administration of justice has been recognized in this country since its founding era. . . . The instant case presents an unprecedented attack on these foundational principles . . . . Using the powers of the federal government to target lawyers for their representation of clients and avowed progressive employment policies in an overt attempt to suppress and punish certain viewpoints . . . is contrary to the Constitution.” *Perkins Coie D.D.C. Opinion*, 783 F. Supp. 3d at 118.

<sup>11</sup> Zach Montague, *Judge Strikes Down Trump Order Targeting Another Top Law Firm*, N.Y. Times (June 27, 2025), <https://www.nytimes.com/2025/06/27/us/politics/trump-susan-godfrey-law-firm-order.html>. The Justice Department filed a motion to dismiss its appeal of the law firm cases, but then abruptly reversed itself. Josh Dawsey, C. Ryan Barber, and Sadie Gurman, *Trump Ordered Justice Department Reversal on Law Firm Sanctions*, Wall St. J. (Mar. 11, 2026), <https://www.wsj.com/politics/policy/trump-ordered-justice-department-reversal-on-law-firm-sanctions-f137f164>. On March 16, 2026, the appeals court granted the Justice Department’s request to withdraw the motion, allowing the appeals to remain pending. Kaelan Deese, *Court allows DOJ to proceed with appeal over law firm executive orders*, Wash. Exam’r (Mar. 16, 2026), <https://www.washingtonexaminer.com/news/justice/4493511/court-allows-doj-proceed-appeal-law-firm-executive-orders>.

<sup>12</sup> Jack Newsham and Jacob Shamsian, *Donald Trump went after one of America’s top law firms. Its decision to fight back took just two hours.*, Bus. Insider (Apr. 27, 2025), <https://www.businessinsider.com/donald-trump-big-law-executive-orders-decisions-damage-2025-4>.

<sup>13</sup> Daniel Barnes, *White House strikes deal with major law firm to lift sanctions*, Politico (Mar. 20, 2025), <https://www.politico.com/news/2025/03/20/white-house-law-firm-sanctions-026866>.

Arps, Slate, Meagher and Flom LLP became the first firm to negotiate a *preemptive* deal with Trump before he issued an executive order against it.<sup>14</sup>

The executive orders against law firms were blatantly unconstitutional. All four federal judges who ruled on the court challenges brought by the law firms unanimously held that the executive orders violated the First Amendment protections against retaliation for protected expression and viewpoint discrimination.<sup>15</sup> Those executive orders were also variably found to violate the First Amendment freedom of association and the right to petition the government<sup>16</sup>; the Fifth Amendment's right to procedural due process<sup>17</sup> and equal protection,<sup>18</sup> prohibition against vague laws,<sup>19</sup> and right to counsel<sup>20</sup>; the Sixth Amendment's right to counsel<sup>21</sup>; and the separation of powers embedded in the structure of the Constitution.<sup>22</sup>

These executive orders were not the only means by which Trump attempted to punish or undermine law firms. On March 17, 2025, the Equal Employment Opportunity Commission (EEOC) initiated a sweeping investigation into twenty law firms, including Latham.<sup>23</sup> The EEOC demanded personal information about each firm's employees and job applicants, along with detailed information about

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<sup>14</sup> Melissa Quinn, *Law firm Skadden cuts \$100 million pro bono deal with Trump to avoid executive order*, CBS News (Mar. 28, 2025), <https://www.cbsnews.com/news/law-firm-skadden-cuts-100-million-pro-bono-deal-trump-avoid-executive-order>.

<sup>15</sup> *Perkins Coie* D.D.C. Opinion, 783 F. Supp. 3d at 150-65; *Susman Godfrey LLP v. Exec. Off. of President*, 789 F. Supp. 3d 15, 41-48 (D.D.C. 2025), *appeal docketed*, No. 25-5310 (D.C. Cir. Aug. 26, 2025) [hereinafter *Susman Godfrey* D.D.C. Opinion]; *Wilmer Cutler Pickering Hale & Dorr LLP v. Exec. Off. of President*, 784 F. Supp. 3d 127, 150-52 (D.D.C. 2025), *amended sub nom. Wilmer Cutler Pickering Hale & Dorr LLP v. Exec. Off. of the President*, No. CV 25-917 (RJL), 2025 WL 2105262 (D.D.C. June 26, 2025), *appeal docketed*, No. 25-5277 (D.C. Cir. July 28, 2025) [hereinafter *WilmerHale* D.D.C. Opinion]; *Jenner & Block LLP v. U.S. Dep't of Just.*, 784 F. Supp. 3d 76, 93-113 (D.D.C. 2025), *appeal docketed*, No. 25-5265 (D.C. Cir. July 22, 2025).

<sup>16</sup> *Perkins Coie* D.D.C. Opinion, 783 F. Supp. 3d at 165-66, 171-74; *Susman Godfrey* D.D.C. Opinion, 789 F. Supp. 3d at 48-49; *WilmerHale* D.D.C. Opinion, 784 F. Supp. 3d at 155-59.

<sup>17</sup> *Perkins Coie* D.D.C. Opinion, 783 F. Supp. 3d at 171-74; *Susman Godfrey* D.D.C. Opinion, 789 F. Supp. 3d at 49-51; *WilmerHale* D.D.C. Opinion, 784 F. Supp. 3d at 163-64.

<sup>18</sup> *Perkins Coie* D.D.C. Opinion, 783 F. Supp. 3d at 166-68; *Susman Godfrey* D.D.C. Opinion, 789 F. Supp. 3d at 52-53; *contra WilmerHale* D.D.C. Opinion, 784 F. Supp. 3d at 166-67.

<sup>19</sup> *Perkins Coie* D.D.C. Opinion, 783 F. Supp. 3d at 174-77; *Susman Godfrey* D.D.C. Opinion, 789 F. Supp. 3d at 51-52; *WilmerHale* D.D.C. Opinion, 784 F. Supp. 3d at 164-66.

<sup>20</sup> *Perkins Coie* D.D.C. Opinion, 783 F. Supp. 3d at 168-71; *Susman Godfrey* D.D.C. Opinion, 789 F. Supp. 3d at 53-54; *contra WilmerHale* D.D.C. Opinion, 784 F. Supp. 3d at 167-68.

<sup>21</sup> *Perkins Coie* D.D.C. Opinion, at 783 F. Supp. 3d 168-71; *WilmerHale* D.D.C. Opinion, 784 F. Supp. 3d at 169-170.

<sup>22</sup> *Susman Godfrey* D.D.C. Opinion, 789 F. Supp. 3d at 54-55; *WilmerHale* D.D.C. Opinion, 784 F. Supp. 3d at 159-61.

<sup>23</sup> Press Release, U.S. Equal Emp't Opportunity Comm'n, *EEOC Acting Chair Andrea Lucas Sends Letters to 20 Law Firms Requesting Information About DEI-Related Employment Practices* (Mar. 17, 2025), <https://www.eeoc.gov/newsroom/eeoc-acting-chair-andrea-lucas-sends-letters-20-law-firms-requesting-information-about-dei>.

each firm's clients.<sup>24</sup> Nearly a year later, after law students sued to block the investigations, the EEOC admitted that responding to the information requests had been entirely voluntary.<sup>25</sup>

### C. Latham's Deal with Trump

Trump never issued an executive order targeting Latham; the firm officially was subject only to the March 17, 2025 EEOC investigation. Latham, despite being a "litigation powerhouse,"<sup>26</sup> chose not to fight the unconstitutional investigation, nor even ascertain whether it was obligated to turn over the records that the EEOC had demanded. Instead, on April 11, 2025, Latham reached a deal with Trump, apparently in coordination with Kirkland & Ellis LLP, Allen Overy Shearman Sterling LLP, and Simpson Thacher & Bartlett LLP.<sup>27</sup>

As part of this deal, as announced by Trump on Truth Social, Latham agreed to provide \$125 million in pro bono legal services towards Trump's preferred initiatives and clients, "during the Trump administration and beyond."<sup>28</sup> It also agreed to "take on a wide range of pro bono matters that represent the full political spectrum, including Conservative ideals"; refrain from denying representing clients based on political views; and to "not engage in illegal DEI discrimination and preferences."<sup>29</sup> In announcing this deal, Trump specifically confirmed that the EEOC had withdrawn its March 17 letter to the firm and would not be investigating

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<sup>24</sup> Letter from William E. White & William J.F. Roll III, Co-US General Counsels of A&O Shearman, to Rep. Yassamin Ansari (AZ-03) et al. (May 8, 2025), available at <https://abovethelaw.com/2025/05/trumps-biglaw-bootlickers-letters-to-congress/2> ("The EEOC inquiry posited that prevailing historical law firm DEI practices may have violated federal anti-discrimination laws and sought extensive information related to those practices. The EEOC's demands also included detailed personal information regarding the Firm's employees and applicants for attorney roles at the Firm, as well as extensive information related to the Firm's clients.").

<sup>25</sup> The law students' case against the EEOC concluded with a settlement in February 2026, in which the EEOC conceded that its requests for information were "voluntary, that compliance was not mandatory, and that most law firms did not provide any of the requested information." Stipulation of Dismissal, at 1, *Doe 1 v. Equal Emp't Opportunity Comm'n*, No. 1:25-cv-01124-RBW (D.D.C. Feb. 9, 2026), Doc. 43; Emilie Shumway, *Legal group claims victory after EEOC 'retreated' on law firm DEI letters*, HR Dive (Feb. 10, 2026), <https://www.hrdiver.com/news/eec-law-firms-end-lawsuit-dei-practices/811860>.

<sup>26</sup> Press Release, Latham & Watkins LLP, *Latham Again Named Undeniable Litigation Powerhouse by Benchmark Litigation* (Nov. 25, 2025), <https://www.lw.com/en/news/latham-again-named-undeniable-litigation-powerhouse-benchmark-litigation>.

<sup>27</sup> Donald J. Trump (@realDonaldTrump), Truth Social (Apr. 11, 2025 at 12:21PM), <https://truthsocial.com/@realDonaldTrump/posts/114320245355397433> [hereinafter *Trump Apr. 11 Post 1*]; Donald J. Trump (@realDonaldTrump), Truth Social (Apr. 11, 2025 at 12:21PM), <https://truthsocial.com/@realDonaldTrump/posts/114320244770957852> [hereinafter *Trump Apr. 11 Post 2*].

<sup>28</sup> *Trump Apr. 11 Post 1*, *supra* note 27; *Trump Apr. 11 Post 2*, *supra* note 27. In the same posts, Trump announced deals with Allen Overy Shearman Sterling LLP, Simpson Thacher & Bartlett LLP, and Kirkland & Ellis LLP for the same amount from each firm.

<sup>29</sup> *Trump Apr. 11 Post 1*, *supra* note 27; *Trump Apr. 11 Post 2*, *supra* note 27.

the claims therein any further.<sup>30</sup> In a letter to congressional representatives, Trobman framed the deal as focused entirely on resolving the EEOC investigation and did not explicitly mention any fear of an impending executive order.<sup>31</sup>

These funds were not disbursed to the government—they were not fines or formal remedies and indeed they could not be: none of the firms’ disfavored conduct warranted sanction and the orders themselves were blatantly unconstitutional. Trump himself later stated that these firms had done “nothing wrong.”<sup>32</sup> Instead, these were tailored offerings of service to Trump and his allies, providing Trump with political and personal benefits in order to extract specific government action and favor. Trump has made it clear that the firms will be expected to do his bidding, including by defending police officers who are accused of abusing civilians.<sup>33</sup> His understanding of what type of “pro bono” the firms would provide him included representing the administration on trade deals and representing him in a personal capacity.<sup>34</sup>

In the aftermath of Latham’s deal with Trump, at least one Latham associate, Sam Wong, resigned publicly in protest, stating: “The biggest victims ... are not and would never have been us—the most fortunate and privileged—but those who cannot protect themselves from actual harm.”<sup>35</sup> Multiple clients were disturbed by news of the deal as well. Microsoft’s general counsel raised concerns about how it could affect Latham’s ability to represent Microsoft’s best interests in government matters, and temporarily removed Latham from their list of preferred firms.<sup>36</sup> Morgan Stanley, another major Latham client, specifically reached out to the other law firms who stood up to Trump to offer opportunities for new business.<sup>37</sup>

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<sup>30</sup> *Trump Apr. 11 Post 1*, *supra* note 27; *Trump Apr. 11 Post 2*, *supra* note 27.

<sup>31</sup> Letter from Richard M. Trobman, Chair and Managing Partner of Latham & Watkins LLP, to Rep. Dave Min, U.S. House of Representatives, et al. (May 8, 2025), available at <https://abovethelaw.com/2025/05/trumps-biglaw-bootlickers-letters-to-congress/2>.

<sup>32</sup> Associated Press, *LIVE: Trump signs executive orders aimed at boosting coal*, YouTube (Apr. 8, 2025), <https://www.youtube.com/watch?v=k66iBAeQwEk> (at 31:40).

<sup>33</sup> Jessica Silver-Greenberg et al., *Trump Allies Look to Benefit from Pro Bono Promises By Elite Law Firms*, N.Y. Times (May 25, 2025), <https://www.nytimes.com/2025/05/25/business/trump-law-firms-pro-bono.html>.

<sup>34</sup> Michael S. Schmidt & Maggie Haberman, *Law Firms That Settled With Trump Are Asked to Help on Trade Deals*, N.Y. Times (Aug. 13, 2025), <https://www.nytimes.com/2025/08/13/us/politics/trump-law-firms-trade-deals.html>; Michael S. Schmidt, Matthew Goldstein & Maggie Haberman, *Two Big Law Firms Said to be Doing Free Work for Trump Administration*, N.Y. Times (Aug. 20, 2025), <https://www.nytimes.com/2025/08/20/us/politics/law-firms-free-work-trump-administration.html>.

<sup>35</sup> Sam Wong, LinkedIn (Apr. 14, 2025), [https://www.linkedin.com/posts/sam-wong-7bb001116\\_today-i-resigned-from-latham-watkins-because-ugcPost-7317637503681769474-UqLi](https://www.linkedin.com/posts/sam-wong-7bb001116_today-i-resigned-from-latham-watkins-because-ugcPost-7317637503681769474-UqLi); Kathryn Rubino, *Associates At Kirkland And Latham Latest To Quit Biglaw Gigs Because Of Cowardly Deals With Trump*, Above the Law (Apr. 16, 2025), <https://abovethelaw.com/2025/04/associates-at-kirkland-and-latham-latest-to-quit-biglaw-gigs-because-of-cowardly-deals-with-trump>.

<sup>36</sup> Erin Mulvaney et al., *The Law Firms That Appeased Trump—and Angered Their Clients*, Wall St. J. (June 1, 2025), <https://www.wsj.com/us-news/law/law-firms-trump-deals-clients-71b3616d>.

<sup>37</sup> *Id.*

The Wall Street Journal reported, “At least 11 big companies are moving work away from law firms that settled with the administration or are giving—or intend to give—more business to firms that have been targeted but refused to strike deals...”<sup>38</sup> Those companies included Oracle, McDonald’s, an airline company, and a pharmaceutical companies.<sup>39</sup>

Trump’s allies and conservative, partisan organizations have already begun demand free legal representation firms that made deals with Trump.<sup>40</sup> It is not publicly known what clients Latham has taken on in satisfaction of its promise of \$125 million in legal services, what attorneys have been negatively affected by any revised hiring practices, and what clients it has declined to take on to satisfy the full terms of the deal. Though members of Congress have requested that Latham disclose the terms of its deal with Trump and to disavow the deal, Latham has refused to do either. Instead, Trobman denied that Latham exchanged anything of value in its agreement with Trump, attempted to frame the agreement as a mere continuation of Latham’s existing pro bono practices, and claimed that Latham continues to maintain “complete independence”—despite having entered into an agreement that purportedly gives Trump say over \$125 million of its pro bono spending, as well its hiring, promotion, and client selection processes.<sup>41</sup>

To date, Latham has not released any public statement disavowing its deal with Trump.

#### **D. Latham’s Involvement in the Paramount-Skydance Merger**

In October 2024, Trump brought a meritless lawsuit in the Northern District of Texas against Paramount Global claiming that CBS (a Paramount subsidiary) deceptively edited its interview with Vice President Kamala Harris in the lead up to the 2024 presidential election.<sup>42</sup> For several months, Paramount seemed prepared to defend its journalists and journalistic integrity. In March 2025, Paramount, in its memorandum to support its motion to dismiss Trump’s complaint, wrote:

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<sup>38</sup> *Id.*

<sup>39</sup> *Id.*

<sup>40</sup> Silver-Greenberg et al., *supra* note 33; Justin Henry, *Heritage-Linked Group Says Big Law Replying to Its Pro Bono Asks*, Bloomberg L. (May 14, 2025), <https://news.bloomberglaw.com/business-and-practice/heritage-linked-group-says-big-law-replying-to-its-pro-bono-asks>.

<sup>41</sup> Letter from Richard M. Trobman, Chair and Managing Partner of Latham & Watkins LLP, to Rep. Dave Min, U.S. House of Representatives, et al. (May 8, 2025), available at <https://abovethelaw.com/2025/05/trumps-biglaw-bootlickers-letters-to-congress/2>; *Trump Apr. 11 Post 1*, *supra* note 27; *Trump Apr. 11 Post 2*, *supra* note 27.

<sup>42</sup> Tobi Raji, *Trump picks one-judge Texas court for lawsuit over CBS Harris interview*, Wash. Post (Oct. 31, 2024), <https://www.washingtonpost.com/politics/2024/10/31/trump-sues-60-minutes-cbs-kamala-harris>.

This lawsuit is an affront to the First Amendment and is without basis in law or fact. Plaintiffs President Donald J. Trump and Representative Ronny Jackson, public officials at the highest ranks of our government, seek to punish a news organization for constitutionally protected editorial judgments they do not like.<sup>43</sup>

Concurrently, Paramount and Skydance Media awaited approval from the FCC for their merger,<sup>44</sup> which was withheld for apparent political reasons by Trump appointee and FCC Chairman Brendan Carr.<sup>45</sup> The merger was valued at \$8.4 billion.<sup>46</sup>

In June 2025, while the merger remained pending at the FCC, Paramount abruptly entered into mediated settlement discussions in the Texas case, and on July 1, 2025, it agreed to pay \$16 million toward Trump's attorney fees and to fund his presidential library or purported charitable causes chosen by Trump.<sup>47</sup> Trump immediately claimed that the deal was worth at least double that. He told a reporter that "we did a deal for about \$16 million plus 16 million, or maybe more than that in advertising," and posted on Truth Social that "Paramount/CBS/60 Minutes have today paid \$16 Million Dollars in settlement, and we also anticipate receiving \$20 Million Dollars more from the new Owners, in Advertising, PSAs, or similar Programming, for a total of over \$36 Million Dollars."<sup>48</sup> Incoming owner

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<sup>43</sup> Defendant's Memorandum of Law in Support of Their Motion to Dismiss Plaintiffs' Amended Complaint for Lack of Subject-Matter Jurisdiction and Failure to State a Claim at 2, *Trump v. Paramount Glob.*, No. 2:24-CV-00236-Z, (N.D. Tex. Mar. 6, 2025), available at <https://storage.courtlistener.com/recap/gov.uscourts.txnd.396451/gov.uscourts.txnd.396451.52.0.pdf>.

<sup>44</sup> Skydance Media is owned by David Ellison, son of close Trump ally Larry Ellison, who purportedly is providing most of the \$8 billion bid for Paramount. David Streitfeld & Theodore Schleifer, *How Trump Could Make Larry Ellison the Next Media Mogul*, N.Y. Times (Apr. 2, 2025), <https://www.nytimes.com/2025/04/02/technology/trump-larry-ellison-tiktok-oracle.html>.

<sup>45</sup> *Skydance Media and Paramount Global*, MB Docket No. 24-275, Fed. Com. Comm'n, <https://www.fcc.gov/transaction/skydance-paramount> (last visited May 27, 2026); see also, John Hendel, *FCC green-lights Skydance/Paramount deal after CBS concessions*, Politico (July 24, 2025), <https://www.politico.com/news/2025/07/24/fcc-greenlights-skydance-paramount-cbs-00476030>.

<sup>46</sup> Deborah Mary Sophia & David Shepardson, *Paramount closes \$8 billion merger with Skydance after settling '60 Minutes' lawsuit*, Reuters (Aug. 7, 2025), <https://www.reuters.com/legal/transactional/paramount-closes-8-billion-merger-with-skydance-after-settling-60-minutes-2025-08-07>.

<sup>47</sup> Edward Helmore, *Paramount settles with Trump for \$16m over 60 Minutes interview with Kamala Harris*, Guardian (July 2, 2025), <https://www.theguardian.com/media/2025/jul/02/paramount-settles-with-trump-for-16m-over-60-minutes-interview-with-kamala-harris>.

<sup>48</sup> Donald J. Trump (@realDonaldTrump), Truth Social (July 22, 2025 at 2:10PM), <https://truthsocial.com/@realDonaldTrump/posts/114898229237459086>; Todd Spangler, *Trump Makes Unconfirmed Claim Skydance Will Give Him \$20 Million in 'Advertising, PSAs or Similar Programming' After Paramount Merger Goes Through*, VARIETY (July 22, 2025), <https://variety.com/2025/tv/news/trump-unconfirmed-claim-skydance-20-million-advertising-psas-paramount-deal-1236467234>; Todd Spangler, *Trump Claims '60 Minutes' Settlement is Worth As Much as \$35 Million Including 'Advertising'; Paramount Denies Deal Includes PSAs*, VARIETY (July 4, 2025), <https://variety.com/2025/tv/news/trump-60-minutes-lawsuit-settlement-advertising-35->

Skydance also agreed to hire an ombudsman at CBS News to investigate complaints of political bias, and get rid of any diversity, equity, and inclusion initiatives at Paramount.<sup>49</sup> Notably, despite direct questions, Paramount Skydance CEO David Ellison has not denied making the additional \$20 million side deal with Trump.<sup>50</sup>

The merged company is clearly fulfilling these promises. CBS hired as its ombudsman Kenneth Weinstein, a former head of a conservative think tank and Trump donor with little background in journalism.<sup>51</sup> CBS has also changed its rules for Face the Nation to air only interviews that are conducted live or prerecorded with no cuts or edits.<sup>52</sup> In December 2025, Bari Weiss, CBS's Editor-in-Chief who was hand-picked by David Ellison, controversially pulled a segment on Trump's deportations to CECOT last minute, raising more concerns that the network was tailoring its coverage to appease the Trump administration.<sup>53</sup>

Latham represented Skydance Media, the Ellison Family, and RedBird Capital Partners in the merger, including obtaining regulatory approvals.<sup>54</sup> Because there has been no investigation into the deals that Paramount and Skydance made with Trump and his administration, it is not known what, if any, role that Latham attorneys might have played in facilitating Skydance and David Ellison's negotiations with, and monetary promises to, Trump and his associates. An

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[million-paramount-psa-1236447353](#); Clare Malone, *Inside Bari Weiss's Hostile Takeover of CBS News*, *New Yorker* (Jan. 19, 2026), <https://www.newyorker.com/magazine/2026/01/26/inside-bari-weiss-hostile-takeover-of-cbs-news>.

<sup>49</sup> David Bauder, *Paramount gets green light for \$8 billion merger. But what is the psychic cost for company?*, *AP News* (Jul. 26, 2025), <https://apnews.com/article/paramount-skydance-merger-cbs-news-trump-85560c3c7aaaa1fe894380683e66a89c>; David Folkenflik, *CBS shifts to appease the right under new owner*, *NPR* (Sep. 12, 2025), <https://www.npr.org/2025/09/12/nx-s1-5537152/cbs-news-ellison-steps-appease-trump>; Todd Spangler, *Skydance Promises FCC It Will Appoint CBS News Ombudsman to Review 'Complaints of Bias,' Says Paramount Has Eliminated DEI*, *Variety* (July 23, 2025), <https://variety.com/2025/tv/news/skydance-promises-fcc-eliminate-dei-paramount-cbs-news-ombudsman-1236467977>.

<sup>50</sup> Peter Kafka, *Paramount's new owner David Ellison doesn't want to talk about Trump*, *Bus. Insider* (Aug. 7, 2025), <https://www.businessinsider.com/paramount-skydance-david-ellison-new-ceo-cbs-donald-trump-questions-2025-7>; David Folkenflik, *CBS shifts to appease the right under new owner*, *NPR* (Sep. 12, 2025), <https://www.npr.org/2025/09/12/nx-s1-5537152/cbs-news-ellison-steps-appease-trump>.

<sup>51</sup> David Bauder, *CBS News' new ombudsman has background and duties that differ from the job's traditional definition*, *AP News* (Sep. 9, 2025), <https://apnews.com/article/paramount-trump-ombudsman-journalism-cbs-news-56e68f08389e30b49360d73c018f8e7c>.

<sup>52</sup> Michael M. Grynbaum & Benjamin Mullin, *CBS Abruptly Changes Editing Rules After Attacks From Administration*, *N.Y. Times* (Sep. 5, 2026), <https://www.nytimes.com/2025/09/05/business/cbs-face-the-nation-editing-rules.html>.

<sup>53</sup> Jason Lalljee, *What to know about CBS' Bari Weiss amid "60 Minutes" censorship allegations*, *Axios* (Dec. 22, 2025), <https://www.axios.com/2025/12/23/cecot-bari-weiss-trump-60-minutes>.

<sup>54</sup> *Latham July 8 Press Release*, *supra* note 2; *Latham Aug. 7 Press Release*, *supra* note 2.

investigation is warranted to determine whether Latham's role in the merger satisfies the New York Rules of Professional Conduct.

## **II. VIOLATIONS OF THE NEW YORK RULES OF PROFESSIONAL CONDUCT**

New York's Rules of Professional Conduct governs all attorneys who are licensed in New York, including many of the managing partners who entered into negotiations with and ultimately made concessions to Trump (by and through his close advisors or attorneys) in order to obtain rescission of an unlawful and punitive EEOC investigation by the Trump administration and avoid the issuance of a punitive executive order against Latham. These ethical requirements stand as a cornerstone of the profession, inextricably linked to justice and the rule of law. These violations not only have had wide-ranging consequences for Latham attorneys, clients, and potential clients, but also for the practices of large law firms in this country; a recent study by Reuters suggests that law firms across the board have changed their practices and agendas in the aftermath of these deals with Trump.<sup>55</sup>

The conduct of Latham and other attorneys on its management committee, in reaching and then satisfying the terms of the firm's deal with Trump appear to have violated the New York's Rules of Professional Conduct, specifically Rule 1.7 (conflicts of interest), Rule 8.4(b) (illegal conduct, including bribery and extortion), and Rule 8.4(a) (violating the rules and inducing other attorneys to do so). If Latham attorneys were involved in negotiating favors, payments, or improper promises between its clients and Trump or his associates in order to obtain FCC approval of the Paramount-Skydance merger, those attorneys may have violated Rule 1.2(d) (assisting a client with illegal conduct) and Rule 8.4(b) (illegal conduct by attorneys).

### **A. Rule 1.7(a)(2)—Conflicts of Interest**

Per Rule 1.7(a)(2), a lawyer shall not represent a client if “there is a significant risk that the lawyer's professional judgment on behalf of a client will be adversely affected by the lawyer's own financial, business, property or other personal interests.”

Latham has now created unavoidable conflicts of interests as the firm seeks to avoid cases and causes that might go against the Trump administration's preferences. Much of the litigation handled by Latham has historically been against the federal government or for causes that Trump may not agree with. Therefore, the agreement likely constitutes a “material limitation on the firm's representation of a

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<sup>55</sup> Mike Spector et al., *How Trump's crackdown on law firms is undermining legal defenses for the vulnerable*, Reuters (July 31, 2025), <https://www.reuters.com/investigations/trumps-war-big-law-leads-firms-retreat-pro-bono-work-underdogs-2025-07-31>.

vast array of clients in civil litigation, transactional, and advisory matters.” Rule 1.7(a)(2).

Rule 1.7(b) contains exceptions permitting a lawyer to represent an affected client if they obtain their informed consent. However, the exact contours of the agreements between the law firms, including Latham, and Trump appear to be vague and unspecific.<sup>56</sup> Further, those deals, rather than foreclosing further meddling from the Trump administration, appear to open the door to ongoing dialogue, oversight, and approval of law firm activities from the Trump administration as part of the deals’ enforcement. It is hard to conceive how any client would ever be able to provide truly informed consent to such an amorphous, evolving conflict of interest. It is even less conceivable if the affected clients are low-resource individuals and communities, the traditional recipients of legal pro bono efforts.

### **B. Rule 8.4(a)—Rules Violation and Inducement**

Rule 8.4(a) states that a law firm shall not “violate or attempt to violate the Rules of Professional Conduct, knowingly assist or induce another to do so, or do so through the acts of another.” In violating Rules 1.7(a)(2) and 8.4(b) in making its deal with Trump, Latham and its decision-making attorneys have violated the Rules of Professional Conduct, triggering a violation of Rule 8.4(a). In addition, by making this agreement on behalf of the entire firm, Latham’s management committee may have created scenarios where attorneys employed by the firm are induced to violate the Rules of Professional Conduct by participating in the satisfaction of the illegal agreement Latham made with Trump.

### **C. 8.4(b)—Illegal Conduct by Attorneys**

Rule 8.4(b) states that a lawyer or law firm shall not “engage in illegal conduct that adversely reflects on the lawyer’s honesty, trustworthiness or fitness as a lawyer.” A criminal conviction or trial outside of disciplinary proceedings is not required in order to find that an attorney violated their ethical obligations.<sup>57</sup> Rule

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<sup>56</sup> Carrie Johnson, *Trump’s deals with law firms are like deals ‘made with a gun to the head,’ lawyers say*, NPR (May 31, 2025), <https://www.npr.org/2025/05/31/nx-s1-5406173/trump-deals-law-firms>.

<sup>57</sup> See *Matter of Linn*, 79 N.Y.S.3d 182, 183 (N.Y. App. Div. 2018) (involving Rules 1.2(d), 1.7(a)(2), and 8.4(b) and (h) where an attorney purchased heroin from a client); *Matter of Cassidy*, 118 N.Y.S.3d 35, 36 (N.Y. App. Div. 2020) (involving rules 1.2(d), 1.15(b)(1), 1.15(d)(1) and (2), 1.15(e), 1.8, 8.4(c), and 8.4(h) in a case involving misuse of escrow accounts, false testimony, and failure to maintain required bookkeeping records).

8.4 has been used to discipline an attorney in the absence of a conviction,<sup>58</sup> though it is often combined with other rules to suspend or disbar an attorney.<sup>59</sup>

Here, Latham likely violated prohibitions against bribery and extortion by entering an illegal agreement with Trump. If the Committee’s investigation reveals that Latham has provided any free services to the federal government in fulfillment of their illegal agreement, the firm may have also violated the Antideficiency Act.

Bribery of a public official is prohibited by 18 U.S.C. § 201(b)(1). Trump’s decisions to issue, not issue, or withdraw executive orders and his directives to subordinates to take specific actions, constitute official acts.<sup>60</sup> The promises made by Latham constitute the *quid pro quo* element of federal bribery laws—namely the acceptance of a “thing of value in exchange for official action.” *United States v. Terry*, 707 F.3d 607, 614 (6th Cir. 2013). Though individuals and organizations routinely negotiate settlements with federal prosecutors and regulatory agencies, Latham’s deal was not a typical “settlement” of legal claims by any measure. The pro bono deal primarily provided personal and political benefit to Trump, did not involve the typical agency personnel or review processes. The agreement does not appear to have been in writing. And there is no official investigation or case that has been laid to rest by the agreements—which means nothing prevents Trump from releasing another executive order to encourage more “deals.”

Extortion is unlawful pursuant to the Hobbs Act. 18 U.S.C. § 1951. Individuals who pay an extortion demand may be criminally liable for aiding or abetting a public official in committing extortion. 18 U.S.C. § 2(a) (“Whoever commits an offense against the United States or aids, abets, counsels, commands, induces or procures its commission, is punishable as a principal”); *see, e.g., United States v. Torcasio*, 959 F.2d 503, 505 n.1 (4th Cir. 1992), amended, 993 F.2d 368 (4th Cir. 1993). Latham promised \$125 million towards Trump’s favored causes “with the expectation of obtaining favorable action,” *Torcasio*, 959 F.2d at 506, specifically recission of the EEOC investigation and the withholding of a potential executive order against the firm. The promise therefore likely constitutes extortion by Trump and his associates. Though Latham may claim that it cannot be party to its own extortion, the U.S. Supreme Court has previously found a payor guilty of conspiring to commit Hobbs Act extortion under 18 U.S.C. § 371, the general federal conspiracy statute. *Ocasio v. United States*, 578 U.S. 282, 287-292 (2016); *see also, United States v. Nelson*, 486 F. Supp. 464, 486 (W.D. Mich. 1980) (“... a payor of money which has been extorted ‘under color of official right’ in violation of the

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<sup>58</sup> See, e.g., *Matter of Schneiderman*, 144 N.Y.S.3d 436, 438-40 (ordering one year suspension for an attorney who admitted to verbal and emotional abuse and unwanted physical contact with women).

<sup>59</sup> See, e.g., *Matter of Giuliani*, 214 N.Y.S.3d 366, 375-81 (citing multiple rules, including Rule 8.4(b), as a basis for disbarment); *Matter of Braccini*, 195 N.Y.S.3d 560, 562 (N.Y. App. Div. 2023) (same).

<sup>60</sup> See *McDonnell v. United States*, 579 U.S. 550, 578 (2016) (holding that for purposes of construing § 201, an “official act” requires that “the public official must make a decision or take an action” on “something specific and focused that is ‘pending’ or ‘may by law be brought’” before a public official”).

Hobbs Act, can, in certain cases, be charged under 18 U.S.C. § 2(a) with aiding and abetting that crime.”). Latham’s agreement with Trump was voluntary. Latham had other, lawful options, as demonstrated by the other prominent firms who chose to fight the blatantly unconstitutional executive orders—which had yet to be even issued against Latham—and the law students who had the courage to fight the EEOC investigations and extract a clear statement that compliance with those investigations was voluntary. And the services given in exchange for political favor were for Trump’s political and personal benefit, not in the public interest.

The Antideficiency Act prohibits any officer or employee of the U.S. government from accepting voluntary services on behalf of the government except in very limited circumstances. 31 U.S.C. §§ 1341-1342, 1511-1519. Though there have not yet been any public reports of Latham providing free legal services to the federal government, other firms who made deals have been reported to be doing free work for the Commerce Department.<sup>61</sup> In its investigation, the Committee should explore whether Latham has similarly provided any free services to the federal government. Any such “pro bono” work for the federal government would violate the Antideficiency Act unless it is shown that its services are authorized pursuant to one of the law’s exceptions, *see* 5 U.S.C. § 3109 (permitting experts and consultants to serve without compensation with a written record of the agreement or as authorized by statute).

#### **D. Rule 1.2(d)—Assisting Client with Illegal Conduct**

Skydance and David Ellison’s side deal with Trump constitutes illegal corruption under both the federal bribery and extortion statutes. As described above, bribery of a public official is prohibited by 18 U.S.C. § 201(b)(1) and extortion is unlawful pursuant to the Hobbs Act. 18 U.S.C. § 1951. Applying those standards to the \$20 million side deal Trump publicly announced with Skydance and David Ellison, there is no doubt that such public service announcements or other programming for Trump would constitute “things of value” exchanged for the “official action” of regulatory approval of the \$8.4 billion Paramount-Skydance merger by the appropriate authorities under Trump’s control.

Pursuant to Rule 1.2(d), “A lawyer shall not counsel a client to engage, or assist a client, in conduct that the lawyer knows is illegal or fraudulent...” Further “[w]here a client wants the affirmative assistance of a lawyer in the commission of a future crime, the lawyer must, of course, not knowingly further the client’s criminal purpose.” *Topic: Intent of Client to Commit A Crime; Withdrawal from Employment; Confidences & Secrets of Clients.*, NY Eth. Op. 562 (July 19, 1984).

If investigation finds that Latham attorneys, in the course of its work on the merger, in any way counseled its client to engage in unlawful dealmaking or

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<sup>61</sup> Schmidt, Goldstein & Haberman, *supra* note 34.

facilitated such deals in order to secure government approval of the merger, then that conduct likely would be in violation of one or more provisions of the Rules of Professional Conduct, including Rule 1.2(d) and Rule 8.4(b) (prohibiting criminal activity by attorneys). Attorneys should have no role in counseling in favor of or negotiating any such illegal payoff to a government official. The Committee should investigate the involvement of Latham attorneys and take appropriate disciplinary action if misconduct is found.

### III. CONCLUSION

For the reasons set forth above, Free Speech For People respectfully requests that the Attorney Grievance Committee take the following actions: first, that it open an investigation into whether Latham has violated the New York Rules of Professional Conduct in making and satisfying its deal with Trump; and second, that it take appropriate action if warranted by the evidence gathered in the investigation, including, but not limited to, ordering Latham to cease and desist its satisfaction of the commitments it made to Trump. As part of this investigation, the Committee should explore and appropriately sanction specific attorneys at Latham, such as Richard Trobman, who were instrumental in facilitating the deal with Trump.

We also request that the Committee investigate whether Latham violated the New York Rules of Professional Conduct in their representation of Skydance and the Ellison family in the Paramount-Skydance merger by facilitating an illegal side deal between Skydance and Trump.

In failing to uphold their ethical obligations, Latham and decision-making attorneys at the firm have violated the expectations of a member of the New York Bar. Because of the serious nature of the conduct involved, we request that the Committee act with urgency.

Sincerely,

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