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COMMONWEALTH OF MASSACHUSETTS  
AUG 14 2009 BOARD OF BAR OVERSEERS  
OF THE SUPREME JUDICIAL COURT

MAURA S. DOYLE, CLERK  
OF THE SUPREME JUDICIAL COURT  
FOR SUFFOLK COUNTY

ATTEST: MATTHEW P. VINCENT

PURSUANT TO SUPREME JUDICIAL COURT RULE 4:01, § 15

2009-075

I, Matthew P. Vincent, who was duly admitted to practice in the Commonwealth on December 20, 1996, hereby state that I desire to resign from the practice of law pursuant to S.J.C. Rule 4:01, § 15.

I further aver and attest as follows:

1. My resignation is freely and voluntarily rendered, I am not being subjected to coercion or duress, and I am fully aware of the implications of submitting my resignation. I understand that, by submitting this affidavit of resignation, I have waived evidentiary proceedings before a hearing committee, the Board of Bar Overseers, and the Supreme Judicial Court; my name will be stricken from the roll of attorneys; my resignation will be made public and will be reported to courts and disciplinary authorities in this and other jurisdictions; I will not be eligible to apply for reinstatement before eight years have passed from the effective date of the judgment accepting the resignation; and I may never be reinstated to the practice of law in the Commonwealth.

2. I am aware that there is presently pending an investigation and proceedings into allegations that I have engaged in misconduct. The nature of this misconduct is set forth in a statement of disciplinary charges, attached hereto and incorporated herein as Exhibit One.

3. I do not wish to contest any bar discipline now pending, and I understand that I could be suspended from the practice of law if the matters were litigated.

4. I acknowledge freely and voluntarily that the material facts upon which the statement of disciplinary charges is predicated are true and that a Hearing Committee, the Board, and the Court will conclude that I have engaged in the material conduct set forth in the statement of disciplinary charges.

5. I agree not to contest either the facts set forth in the statement of disciplinary charges or the rule violations charged. My agreement not to contest the facts or the violations extends to this or any other bar discipline in this Commonwealth or in any other jurisdiction, to any

reinstatement proceeding in this Commonwealth or in any other jurisdiction, and to any admission proceeding in any jurisdiction.

6. I acknowledge that Bar Counsel will recommend that the affidavit of resignation be accepted as a disciplinary sanction and that the effective date of the resignation be the date of entry of the order. I understand that I may also make recommendations regarding these matters but that neither the Board of Bar Overseers nor the Supreme Judicial Court is bound to adopt such recommendations or my resignation, that the Board of Bar Overseers may recommend my suspension or disbarment, and that the Supreme Judicial Court may suspend or disbar me without any further proceedings.

7. I understand and acknowledge that I have the right to be represented by counsel in these proceedings, and I am represented by counsel with whom I am satisfied.

8. I understand and acknowledge that the Bar Counsel has made no representations or promises to me whatsoever regarding the effects of executing this affidavit other than what is stated in this affidavit.

9. I understand and acknowledge that there have been no representations or promises made to me regarding any present or future legal proceedings against me or as to the effect of this affidavit on my privilege against self-incrimination.

10. I am not now suffering from any physical disability or condition which would impair my understanding of the allegations and proceeding against me, the voluntariness of this action, or my full understanding of the consequences of the execution of this affidavit.

11. I am currently admitted to practice before the following courts and tribunals:  
United States Patent and Trademark Office, No. 36709.

I hereby request that I be permitted to resign from the practice of law. I understand that the affidavit of resignation and its attachment will not be impounded.

Signed and sworn to under the penalties of perjury this 20<sup>th</sup> day of

July, 2009.

  
Matthew P. Vincent

COMMONWEALTH OF MASSACHUSETTS  
BOARD OF BAR OVERSEERS  
OF THE SUPREME JUDICIAL COURT

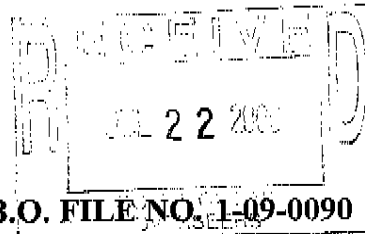
BAR COUNSEL,

Petitioner

vs.

MATTHEW P. VINCENT, ESQ.,

Respondent



BD-2009-075

**STATEMENT OF DISCIPLINARY CHARGES**

1. The respondent, Matthew P. Vincent, Esq., is an attorney duly admitted to the Bar of the Commonwealth on December 20, 1996.
2. At all relevant times, the respondent was a partner in the Boston office of a large law firm with approximately 1000 lawyers.
3. The respondent is a registered patent attorney. Throughout his practice, he has specialized in patents and related matters, primarily in the pharmaceutical, biotechnology, and medical device industries.
4. The respondent customarily billed his clients at an hourly rate for his legal services and also billed for expenses incurred.
5. Throughout his practice of patent law, the respondent routinely had occasion to employ independent patent research firms to examine patent databases and to extract and deliver relevant scientific journal articles and other documents. These independent research firms billed for their time and access charges and submitted the bills to the respondent for approval. The respondent then submitted the bills to the firm's accounting department for payment, and the payments were billed to the clients in the normal course.
6. At some time prior to April, 2002, the respondent formed a business entity known as "The IP Resource Company" to perform patent database searches, giving as an address a post office box in Boston.

**Exhibit One**

7. The respondent did not inform either his law partners or his clients that he was the owner and operator of The IP Resource Company.

8. Beginning in approximately April, 2002, and continuing through approximately September, 2008, the respondent prepared and submitted to his law firm for payment sixty separate invoices from The IP Resource Company, each invoice relating to multiple patent matters.

9. The invoices that the respondent prepared stated, in summary form, that The IP Resource Company had performed research tasks on a total of approximately 3449 separate client matters and was entitled to payment of a total of \$733,771.30 for those services. The invoices did not itemize costs, services rendered, dates on which services were rendered, or time spent.

10. The respondent approved each of the sixty invoices for payment and forwarded them to his firm's accounting department.

11. Relying on the respondent's approval, the respondent's firm paid the invoices and billed the appropriate clients for the service.

12. The respondent endorsed the checks for deposit and caused them to be deposited in an account for his personal use.

13. The respondent either never maintained or did not retain the underlying billing records for the invoices submitted by The IP Resource Company, and he cannot satisfactorily account for costs incurred and services rendered.

14. After learning that the respondent owned The IP Resource Company, the law firm intends to reimburse all clients in full for charges paid by clients for costs and services billed by The IP Resource Company.

15. The respondent's actions in billing his clients for outside research without informing them or his firm that the bills were for payment to himself or to a company that he owned and controlled, and his failure to account for the fees charged for costs and services claimed to have been incurred in this outside research, constituted

(a) Misrepresentation in violation of Mass. R. Prof. C. 8.4(c);

- (b) Failure to explain a matter to the extent reasonably necessary to permit the client to make informed decisions regarding the representation, in violation of Mass. R. Prof. C. 1.4(b);
- (c) A conflict of interest in violation of Mass. R. Prof. C. 1.7(b);
- (d) Entering into an improper business contract with a client in violation of Mass. R. Prof. C. 1.8(a); and
- (e) Conduct that adversely reflects on his fitness to practice law in violation of Mass. R. Prof. C. 8.4(h).

### **Disciplinary Rules**

16. The Disciplinary Rules applicable to the respondent's conduct provide as follows:

#### **Rule 1.4 Communication**

- (b) A lawyer shall explain a matter to the extent reasonably necessary to permit the client to make informed decisions regarding the representation.

#### **Rule 1.7 Conflict of Interest: General Rule**

- (b) A lawyer shall not represent a client if the representation of that client may be materially limited by the lawyer's responsibilities to another client or to a third person, or by the lawyer's own interests, unless:
  - (1) the lawyer reasonably believes the representation will not be adversely affected; and
  - (2) the client consents after consultation. When representation of multiple clients in a single matter is undertaken, the consultation shall include explanation of the implications of the common representation and the advantages and risks involved.

#### **Rule 1.8 Conflict of Interest: Prohibited Transactions**

- (a) A lawyer shall not enter into a business transaction with a client or knowingly acquire an ownership, possessory, security, or other pecuniary interest adverse to a client unless:
  - (1) the transaction and terms on which the lawyer acquires the interest are fair and reasonable to the client and are fully

disclosed and transmitted in writing to the client in a manner which can be reasonably understood by the client;

- (2) the client is given a reasonable opportunity to seek the advice of independent counsel in the transaction; and
- (3) the client consents in writing thereto.

**Rule 8.4 Misconduct**


It is professional misconduct for a lawyer to:

- (c) engage in conduct involving dishonesty, fraud, deceit, or misrepresentation;
- (h) engage in any other conduct that adversely reflects on his or her fitness to practice law.

RESPECTFULLY SUBMITTED

Constance V. Vecchione  
Bar Counsel

By

  
\_\_\_\_\_  
Terence M. Troyer  
Assistant Bar Counsel  
99 High Street  
Boston, MA 02110  
(617) 728-8750

July 22, 2009

COMMONWEALTH OF MASSACHUSETTS

SUFFOLK, SS.

SUPREME JUDICIAL COURT  
FOR SUFFOLK COUNTY  
NO: BD-2009-075

IN RE: MATTHEW P. VINCENT

JUDGMENT ACCEPTING AFFIDAVIT OF RESIGNATION  
AS A DISCIPLINARY SANCTION

This matter came before the Court, Spina, J., on an Affidavit of Resignation submitted by Matthew P. Vincent pursuant to S.J.C. Rule 4:01, sec. 15(2), with the Recommendation and Vote of the Board of Bar Overseers filed by the Board on August 14, 2009. Upon consideration thereof, it is ORDERED and ADJUDGED that:

1. the Affidavit of Resignation of MATTHEW P. VINCENT be accepted as a disciplinary sanction and the lawyer's name is stricken from the Roll of Attorneys. In accordance with S.J.C. Rule 4:01, sec. 17(3), the resignation shall be effective thirty days after the date of the entry of this Judgment. The lawyer, after the entry of this Judgment, shall not accept any new retainer or engage as a lawyer for another in any new case or legal matter of any nature. During the period between the entry date of this Judgment and its effective date, however, the lawyer may wind up and complete, on behalf of any client, all matters which were pending on the entry date.

It is FURTHER ORDERED that:

2. Within fourteen (14) days of the date of entry of this Judgment, the lawyer shall:

a) file a notice of withdrawal as of the effective date of the resignation with every court, agency, or tribunal before which a matter is pending, together with a copy of the notices sent pursuant to paragraphs 2(c) and 2(d) of this Judgment, the client's or clients' place of residence, and the case caption and docket number of the client's or clients' proceedings;

b) resign as of the effective date of the resignation all appointments as guardian, executor, administrator, trustee, attorney-in-fact, or other fiduciary, attaching to the resignation a copy of the notices sent to the wards, heirs, or beneficiaries pursuant to paragraphs 2(c) and 2(d) of this Judgment, the place of residence of the wards, heirs, or beneficiaries, and the case caption and docket number of the proceedings, if any;

c) provide notice to all clients and to all wards, heirs, and beneficiaries that the lawyer has resigned; that he is disqualified from acting as a lawyer after the effective date of the resignation; and that, if not represented by co-counsel, the client, ward, heir, or beneficiary should act promptly to substitute another lawyer or fiduciary or to seek legal advice elsewhere, calling attention to any urgency arising from the circumstances of the case;

d) provide notice to counsel for all parties (or, in the absence of counsel, the parties) in pending matters that the lawyer has resigned and, as a consequence, is disqualified from acting as a lawyer after the effective date of the resignation:

e) make available to all clients being represented in pending matters any papers or other property to which they are entitled, calling attention to any urgency for obtaining the papers or other property;

f) refund any part of any fees paid in advance that have not been earned; and

g) close every IOLTA, client, trust or other fiduciary account and properly disburse or otherwise transfer all client and fiduciary funds in his possession, custody or control.

All notices required by this paragraph shall be served by certified mail, return receipt requested, in a form approved by the Board.

3. Within twenty-one (21) days after the date of entry of this Judgment, the lawyer shall file with the Office of the Bar Counsel an affidavit certifying that the lawyer has fully complied with the provisions of this Judgment and with bar disciplinary rules. Appended to the affidavit of compliance shall be:

a) a copy of each form of notice, the names and addresses of the clients, wards, heirs, beneficiaries,

attorneys, courts and agencies to which notices were sent, and all return receipts or returned mail received up to the date of the affidavit. Supplemental affidavits shall be filed covering subsequent return receipts and returned mail. Such names and addresses of clients shall remain confidential unless otherwise requested in writing by the lawyer or ordered by the court;

b) a schedule showing the location, title and account number of every bank account designated as an IOLTA, client, trust or other fiduciary account and of every account in which the lawyer holds or held as of the entry date of this Judgment any client, trust or fiduciary funds;

c) a schedule describing the lawyer's disposition of all client and fiduciary funds in the lawyer's possession, custody or control as of the entry date of this Judgment or thereafter;

d) such proof of the proper distribution of such funds and the closing of such accounts as has been requested by the bar counsel, including copies of checks and other instruments;

e) a list of all other state, federal and administrative jurisdictions to which the lawyer is admitted to practice; and

f) the residence or other street address where communications to the lawyer may thereafter be directed.

The lawyer shall retain copies of all notices sent and shall

maintain complete records of the steps taken to comply with the notice requirements of S.J.C. Rule 4:01, Section 17.


4. Within twenty-one (21) days after the entry date of this Judgment, the lawyer shall file with the Clerk of the Supreme Judicial Court for Suffolk County:

a) a copy of the affidavit of compliance required by paragraph 3 of this Judgment;

b) a list of all other state, federal and administrative jurisdictions to which the lawyer is admitted to practice; and

c) the residence or other street address where communications to the lawyer may thereafter be directed.

By the Court, (Spina, J.)

  
Assistant Clerk

Entered: August 24, 2009