

ORIGINAL

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State Bar Court of California  
Hearing Department  
Los Angeles  
REPROVAL

**PUBLIC MATTER**

<p>Counsel For The State Bar</p> <p><b>Angie Esquivel</b> Deputy Trial Counsel 845 S. Figueroa Street Los Angeles, CA 90017-2515 (213) 765-1080</p> <p>Bar # 286432</p>	<p>Case Number(s): <b>17-O-02895</b></p>	<p>For Court use only</p> <p><b>FILED</b> <i>EE</i> <b>FEB 28 2018</b></p> <p>STATE BAR COURT CLERK'S OFFICE LOS ANGELES</p>
<p>In Pro Per Respondent</p> <p><b>Matthew Allen Forkner</b> 4400 N. Scottsdale Road, Suite 9-550 Scottsdale, AZ 85251 (480) 366-3153</p> <p>Bar # 232821</p>	<p>Submitted to: <b>Settlement Judge</b></p> <p>STIPULATION RE FACTS, CONCLUSIONS OF LAW AND DISPOSITION AND ORDER APPROVING</p> <p><b>PUBLIC REPROVAL</b></p> <p><input type="checkbox"/> PREVIOUS STIPULATION REJECTED</p>	
<p>In the Matter of: <b>MATTHEW ALLEN FORKNER</b></p> <p>Bar # 232821</p> <p>A Member of the State Bar of California (Respondent)</p>		

**Note: All information required by this form and any additional information which cannot be provided in the space provided, must be set forth in an attachment to this stipulation under specific headings, e.g., "Facts," "Dismissals," "Conclusions of Law," "Supporting Authority," etc.**

**A. Parties' Acknowledgments:**

- (1) Respondent is a member of the State Bar of California, admitted **December 1, 2004**.
- (2) The parties agree to be bound by the factual stipulations contained herein even if conclusions of law or disposition are rejected or changed by the Supreme Court.
- (3) All investigations or proceedings listed by case number in the caption of this stipulation are entirely resolved by this stipulation and are deemed consolidated. Dismissed charge(s)/count(s) are listed under "Dismissals." The stipulation consists of 11 pages, not including the order.
- (4) A statement of acts or omissions acknowledged by Respondent as cause or causes for discipline is included under "Facts."



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- (5) Conclusions of law, drawn from and specifically referring to the facts are also included under "Conclusions of Law".
- (6) The parties must include supporting authority for the recommended level of discipline under the heading "Supporting Authority."
- (7) No more than 30 days prior to the filing of this stipulation, Respondent has been advised in writing of any pending investigation/proceeding not resolved by this stipulation, except for criminal investigations.
- (8) Payment of Disciplinary Costs—Respondent acknowledges the provisions of Bus. & Prof. Code §§6086.10 & 6140.7. (Check one option only):
- Costs are added to membership fee for calendar year following effective date of discipline (public reproof).
  - Case ineligible for costs (private reproof).
  - Costs are to be paid in equal amounts prior to February 1 for the following membership years: (Hardship, special circumstances or other good cause per rule 5.132, Rules of Procedure.) If Respondent fails to pay any installment as described above, or as may be modified by the State Bar Court, the remaining balance is due and payable immediately.
  - Costs are waived in part as set forth in a separate attachment entitled "Partial Waiver of Costs".
  - Costs are entirely waived.
- (9) The parties understand that:
- (a)  A private reproof imposed on a respondent as a result of a stipulation approved by the Court prior to initiation of a State Bar Court proceeding is part of the respondent's official State Bar membership records, but is not disclosed in response to public inquiries and is not reported on the State Bar's web page. The record of the proceeding in which such a private reproof was imposed is not available to the public except as part of the record of any subsequent proceeding in which it is introduced as evidence of a prior record of discipline under the Rules of Procedure of the State Bar.
  - (b)  A private reproof imposed on a respondent after initiation of a State Bar Court proceeding is part of the respondent's official State Bar membership records, is disclosed in response to public inquiries and is reported as a record of public discipline on the State Bar's web page.
  - (c)  A public reproof imposed on a respondent is publicly available as part of the respondent's official State Bar membership records, is disclosed in response to public inquiries and is reported as a record of public discipline on the State Bar's web page.

**B. Aggravating Circumstances [Standards for Attorney Sanctions for Professional Misconduct, standards 1.2(h) & 1.5]. Facts supporting aggravating circumstances are required.**

- (1)  **Prior record of discipline**
- (a)  State Bar Court case # of prior case
  - (b)  Date prior discipline effective
  - (c)  Rules of Professional Conduct/ State Bar Act violations:
  - (d)  Degree of prior discipline

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- (e)  If Respondent has two or more incidents of prior discipline, use space provided below or a separate attachment entitled "Prior Discipline."
- (2)  **Intentional/Bad Faith/Dishonesty:** Respondent's misconduct was dishonest, intentional, or surrounded by, or followed by bad faith.
- (3)  **Misrepresentation:** Respondent's misconduct was surrounded by, or followed by misrepresentation.
- (4)  **Concealment:** Respondent's misconduct was surrounded by, or followed by concealment.
- (5)  **Overreaching:** Respondent's misconduct was surrounded by, or followed by overreaching.
- (6)  **Uncharged Violations:** Respondent's conduct involves uncharged violations of the Business and Professions Code or the Rules of Professional Conduct.
- (7)  **Trust Violation:** Trust funds or property were involved and Respondent refused or was unable to account to the client or person who was the object of the misconduct for improper conduct toward said funds or property.
- (8)  **Harm:** Respondent's misconduct harmed significantly a client, the public, or the administration of justice.
- (9)  **Indifference:** Respondent demonstrated indifference toward rectification of or atonement for the consequences of his or her misconduct.
- (10)  **Candor/Lack of Cooperation:** Respondent displayed a lack of candor and cooperation to victims of his/her misconduct, or to the State Bar during disciplinary investigations or proceedings.
- (11)  **Multiple Acts:** Respondent's current misconduct evidences multiple acts of wrongdoing.
- (12)  **Pattern:** Respondent's current misconduct demonstrates a pattern of misconduct.
- (13)  **Restitution:** Respondent failed to make restitution.
- (14)  **Vulnerable Victim:** The victim(s) of Respondent's misconduct was/were highly vulnerable.
- (15)  **No aggravating circumstances** are involved.

**Additional aggravating circumstances:**

**C. Mitigating Circumstances [see standards 1.2(i) & 1.6]. Facts supporting mitigating circumstances are required.**

- (1)  **No Prior Discipline:** Respondent has no prior record of discipline over many years of practice coupled with present misconduct which is not likely to recur.
- (2)  **No Harm:** Respondent did not harm the client, the public, or the administration of justice.
- (3)  **Candor/Cooperation:** Respondent displayed spontaneous candor and cooperation with the victims of his/her misconduct or to the State Bar during disciplinary investigation and proceedings.

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- (4)  **Remorse:** Respondent promptly took objective steps demonstrating spontaneous remorse and recognition of the wrongdoing, which steps were designed to timely atone for any consequences of his/her misconduct.
- (5)  **Restitution:** Respondent paid \$ \_\_\_\_\_ on \_\_\_\_\_ in restitution to \_\_\_\_\_ without the threat or force of disciplinary, civil or criminal proceedings.
- (6)  **Delay:** These disciplinary proceedings were excessively delayed. The delay is not attributable to Respondent and the delay prejudiced him/her.
- (7)  **Good Faith:** Respondent acted with a good faith belief that was honestly held and objectively reasonable.
- (8)  **Emotional/Physical Difficulties:** At the time of the stipulated act or acts of professional misconduct Respondent suffered extreme emotional difficulties or physical or mental disabilities which expert testimony would establish was directly responsible for the misconduct. The difficulties or disabilities were not the product of any illegal conduct by the member, such as illegal drug or substance abuse, and the difficulties or disabilities no longer pose a risk that Respondent will commit misconduct.
- (9)  **Severe Financial Stress:** At the time of the misconduct, Respondent suffered from severe financial stress which resulted from circumstances not reasonably foreseeable or which were beyond his/her control and which were directly responsible for the misconduct.
- (10)  **Family Problems:** At the time of the misconduct, Respondent suffered extreme difficulties in his/her personal life which were other than emotional or physical in nature.
- (11)  **Good Character:** Respondent's extraordinarily good character is attested to by a wide range of references in the legal and general communities who are aware of the full extent of his/her misconduct.
- (12)  **Rehabilitation:** Considerable time has passed since the acts of professional misconduct occurred followed by subsequent rehabilitation.
- (13)  **No mitigating circumstances** are involved.

**Additional mitigating circumstances:**

**No Prior Discipline, see page 8.**  
**Prefiling Stipulation, see pages 8-9.**  
**Candor and Cooperation, see page 9.**

**D. Discipline:**

- (1)  **Private reproof (check applicable conditions, if any, below)**
- (a)  Approved by the Court prior to initiation of the State Bar Court proceedings (no public disclosure).
- (b)  Approved by the Court after initiation of the State Bar Court proceedings (public disclosure).
- or
- (2)  **Public reproof (Check applicable conditions, if any, below)**

**E. Conditions Attached to Reproval:**

- (1)  Respondent must comply with the conditions attached to the reproval for a period of **one (1) year**.

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- (2)  During the condition period attached to the reproof, Respondent must comply with the provisions of the State Bar Act and Rules of Professional Conduct.
- (3)  Within ten (10) days of any change, Respondent must report to the Membership Records Office of the State Bar and to the Office of Probation of the State Bar of California ("Office of Probation"), all changes of information, including current office address and telephone number, or other address for State Bar purposes, as prescribed by section 6002.1 of the Business and Professions Code.
- (4)  Within thirty (30) days from the effective date of discipline, Respondent must contact the Office of Probation and schedule a meeting with Respondent's assigned probation deputy to discuss these terms and conditions of reproof. Upon the direction of the Office of Probation, Respondent must meet with the probation deputy either in-person or by telephone. During the reproof conditions period, Respondent must promptly meet with the probation deputy as directed and upon request.
- (5)  Respondent must submit written quarterly reports to the Office of Probation on each January 10, April 10, July 10, and October 10 of the condition period attached to the reproof. Under penalty of perjury, Respondent must state whether Respondent has complied with the State Bar Act, the Rules of Professional Conduct, and all conditions of the reproof during the preceding calendar quarter. Respondent must also state in each report whether there are any proceedings pending against him or her in the State Bar Court and if so, the case number and current status of that proceeding. If the first report would cover less than 30 (thirty) days, that report must be submitted on the next following quarter date, and cover the extended period.

In addition to all quarterly reports, a final report, containing the same information, is due no earlier than twenty (20) days before the last day of the condition period and no later than the last day of the condition period.

- (6)  Respondent must be assigned a probation monitor. Respondent must promptly review the terms and conditions of reproof with the probation monitor to establish a manner and schedule of compliance. During the reproof conditions period, Respondent must furnish such reports as may be requested, in addition to the quarterly reports required to be submitted to the Office of Probation. Respondent must cooperate fully with the monitor.
- (7)  Subject to assertion of applicable privileges, Respondent must answer fully, promptly and truthfully any inquiries of the Office of Probation and any probation monitor assigned under these conditions which are directed to Respondent personally or in writing relating to whether Respondent is complying or has complied with the conditions attached to the reproof.
- (8)  Within one (1) year of the effective date of the discipline herein, Respondent must provide to the Office of Probation satisfactory proof of attendance at a session of the Ethics School, and passage of the test given at the end of that session.
  - No Ethics School recommended. Reason: **Respondent resides out of state. See section F.**
- (9)  Respondent must comply with all conditions of probation imposed in the underlying criminal matter and must so declare under penalty of perjury in conjunction with any quarterly report to be filed with the Office of Probation.
- (10)  Respondent must provide proof of passage of the Multistate Professional Responsibility Examination ("MPRE"), administered by the National Conference of Bar Examiners, to the Office of Probation within one year of the effective date of the reproof.

No MPRE recommended. Reason: **The protection of the public and the interests of the respondent do not require passage of the MPRE in this case. (See In the Matter of Respondent G**

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**(Review Dept. 1992) 2 Cal. State Bar Ct. Rptr. 181 and rule 9.19, Cal. Rules of Court.) As a result of the discipline imposed on respondent in Arizona, respondent took and successfully passed the MPRE on November 4, 2017.**

(11)  The following conditions are attached hereto and incorporated:

- |   |   |
|---|---|
| <input type="checkbox"/> Substance Abuse Conditions | <input type="checkbox"/> Law Office Management Conditions |
| <input type="checkbox"/> Medical Conditions         | <input type="checkbox"/> Financial Conditions             |

**F. Other Conditions Negotiated by the Parties:**

**Because respondent currently resides outside of California, as a further condition of probation, within one (1) year of the effective date of the discipline herein, respondent must provide to the Office of Probation satisfactory proof of attendance at either: 1) a session of State Bar Ethics School and passage of the test given at the end of that session; or 2) six hours of participatory continuing legal education classes in legal ethics given by a certified continuing legal education provider.**



7. The State Bar of Arizona thereafter referred the matter to the State Bar of California (hereinafter "State Bar").

8. During the State Bar's investigation into respondent's misconduct in Arizona, respondent was cooperative and admitted that while working as an Associate General Counsel of Mergers, Acquisitions and Securities for GoDaddy, between May 29, 2013 through April of 2015, he provided legal advice to GoDaddy, worked on GoDaddy's initial public offering by reviewing and commenting on the S-1 registration statement prepared by outside counsel, managed outside counsel, participated in GoDaddy's corporate structuring, provided legal advice on strategic partnerships, reviewed draft purchase agreements prepared by outside counsel to confirm that the business terms agreed to by the parties were accurately reflected, provided input on draft agreements prepared by outside counsel to ensure they were accurate and complete, consulted with outside counsel to ensure that the agreements adequately protected GoDaddy from risks and liabilities stemming from acquisition, and was involved in completing several acquisitions, acts which constituted the unauthorized practice of law.

#### CONCLUSIONS OF LAW:

9. By practicing law in Arizona while working as an Associate General Counsel of Mergers, Acquisitions and Securities for GoDaddy, by working on GoDaddy's initial public offering, reviewing and commenting on the S-1 registration statement prepared by outside counsel, managing outside counsel, participating in GoDaddy's corporate structuring, providing legal advice on strategic partnerships, reviewing draft purchase agreements prepared by outside counsel to confirm that the business terms agreed to by the parties were accurately reflected, providing input on draft agreements prepared by outside counsel to ensure they were accurate and complete, consulting with outside counsel to ensure that the agreements adequately protected GoDaddy from risks and liabilities stemming from acquisition, and assisting in completing several acquisitions on behalf of GoDaddy, from May 29, 2013 through April of 2015, when to do so was in violation of the regulations of the profession in Arizona, namely Rule 38(h) of the Arizona Supreme Court, respondent willfully violated the Rules of Professional Conduct, rule 1-300(B).

#### AGGRAVATING CIRCUMSTANCES.

None.

#### MITIGATING CIRCUMSTANCES.

**No Prior Discipline:** Respondent was admitted to practice law in California on December 1, 2004 and has been active at all times since. Respondent has been discipline free for approximately 9 years of practice from admission to the time of the misconduct committed herein and is therefore entitled to moderate mitigation. (*Hawes v. State Bar* (1990) 51 Cal.3d 587, 596 [ten years of a discipline free practice given "significant weight" in mitigation]; *In the Matter of Aguiluz* (Review Dept. 1992) 2 Cal. State Bar Ct. Rptr. 32, 44 [7 years of a discipline free practice worth only slight mitigation].)

**Pre-filing Stipulation:** By entering into this stipulation, respondent has acknowledged misconduct and is entitled to mitigation for recognition of wrongdoing and saving the State Bar significant resources and time. (*Silva-Vidor v. State Bar* (1989) 49 Cal.3d 1071, 1079 [where mitigative



credit was given for entering into a stipulation as to facts and culpability]; *In the Matter of Spaith* (Review Dept. 1996) 3 Cal. State Bar Ct. Rptr. 511, 521 [where the attorney's stipulation to facts and culpability was held to be a mitigating circumstance].)

**Candor and Cooperation:** Respondent cooperated with the State Bar of Arizona and State Bar throughout their investigations regarding respondent's misconduct. Respondent voluntarily admitted to facts and culpability regarding his acts of engaging in the unauthorized practice of law while working as an Associate General Counsel for Go Daddy in Arizona to the State Bar, thus assisting the State Bar's prosecution and saving the State Bar valuable resources and time. Without the respondent's voluntary admissions that he engaged in the unauthorized practice of law, it would have been extremely difficult for the State Bar to prove what acts, if any, performed by the respondent on behalf of GoDaddy during the time period that he failed to register as in house counsel with the State Bar of Arizona, constituted the unauthorized practice of law. (*Silva-Vidor v. State Bar* (1989) 49 Cal.3d 1071, 1079 [where mitigative credit was given for entering into a stipulation as to facts and culpability].)

#### **AUTHORITIES SUPPORTING DISCIPLINE.**

The Standards for Attorney Sanctions for Professional Misconduct "set forth a means for determining the appropriate disciplinary sanction in a particular case and to ensure consistency across cases dealing with similar misconduct and surrounding circumstances." (Rules Proc. of State Bar, tit. IV, Stds. for Atty. Sanctions for Prof. Misconduct, std. 1.1. All further references to standards are to this source.) The standards help fulfill the primary purposes of discipline, which include: protection of the public, the courts and the legal profession; maintenance of the highest professional standards; and preservation of public confidence in the legal profession. (See std. 1.1; *In re Morse* (1995) 11 Cal.4th 184, 205.)

Although not binding, the standards are entitled to "great weight" and should be followed "whenever possible" in determining level of discipline. (*In re Silvertown* (2005) 36 Cal.4th 81, 92, quoting *In re Brown* (1995) 12 Cal.4th 205, 220 and *In re Young* (1989) 49 Cal.3d 257, 267, fn. 11.) Adherence to the standards in the great majority of cases serves the valuable purpose of eliminating disparity and assuring consistency, that is, the imposition of similar attorney discipline for instances of similar attorney misconduct. (*In re Naney* (1990) 51 Cal.3d 186, 190.) If a recommendation is at the high end or low end of a standard, an explanation must be given as to how the recommendation was reached. (Std. 1.1.) "Any disciplinary recommendation that deviates from the Standards must include clear reasons for the departure." (Std. 1.1; *Blair v. State Bar* (1989) 49 Cal.3d 762, 776, fn. 5.)

In determining whether to impose a sanction greater or less than that specified in a given standard, in addition to the factors set forth in the specific standard, consideration is to be given to the primary purposes of discipline; the balancing of all aggravating and mitigating circumstances; the type of misconduct at issue; whether the client, public, legal system or profession was harmed; and the member's willingness and ability to conform to ethical responsibilities in the future. (Stds. 1.7(b) and (c).)

Standard 2.19 is applicable to respondent's violation of the Rules of Professional Conduct, rule 1-300(B). Standard 2.19 presumes that reproof or suspension, not to exceed three years, is the appropriate sanction for a violation of the Rules of Professional Conduct not specified in the Standards.

Respondent engaged in the unauthorized practice of law over the course of two years in Arizona, therefore discipline is appropriate. However, given the fact that respondent's misconduct is mitigated by 9 years of discipline free practice, prefiling stipulation and candor and cooperation exercised throughout the State Bar's investigation, and the fact that no aggravating factors are present, a public reproof will achieve the purposes of discipline expressed in Std. 1.1, including protection of the public, maintenance of high professional standards, and preservation of public confidence in the legal profession. (Std. 1.1.)

Case law is instructive as to the appropriate level of discipline. *In the Matter of Trousil* (Review Dept.1990) 1 Cal. State Bar Ct. Rptr. 229, the attorney was placed on two years' stayed suspension and two years' probation with conditions, including 30 days actual suspension for a single violation of engaging in the unauthorized practice of law by appearing before the U.S. Bankruptcy Court on behalf of a client while he was suspended for failing to pay his State Bar membership dues. Although Trousil had three prior records of discipline, he received mitigating credit for lack of client harm, candor and cooperation and medical condition, which had been brought under control. Each discrete service Trousil performed over two years was a separate act of the unauthorized practice of law.

Like *Trousil*, respondent engaged in the unauthorized practice of law not involving moral turpitude for a single client and expressed candor and cooperation throughout the State Bar of Arizona and State Bar investigations. Unlike *Trousil*, however, respondent does not have any prior record of discipline and is entitled to further mitigation for entering into a prefiling stipulation. Additionally, unlike *Trousil*, the State Bar would not have been easily able to prove what acts, if any, performed by the respondent on behalf of GoDaddy during the time period that he failed to register as in house counsel with the State Bar of Arizona, constituted the unauthorized practice of law since there is no public record of the work personally performed by respondent on behalf of GoDaddy.

Therefore, in order to protect the public, the courts, and the legal profession, to maintain the highest professional standards, to preserve public confidence in the profession and in consideration of the mitigating circumstances, discipline consisting of a public reproof, on the terms and conditions set forth herein is appropriate and will fulfill the purposes of attorney discipline set forth in Standard 1.1.

#### **COSTS OF DISCIPLINARY PROCEEDINGS**

Respondent acknowledges that the Office of Chief Trial Counsel has informed respondent that as of February 15, 2018, the discipline costs in this matter are approximately \$3,215. Respondent further acknowledges that should this stipulation be rejected or should relief from stipulation be granted, the costs in this matter may increase due to the cost of further proceedings.

#### **EXCLUSION FROM MINIMUM CONTINUING LEGAL EDUCATION ("MCLE") CREDIT**

Respondent may not receive MCLE credit for completion of State Bar Ethics School and/or any other continuing legal educational course(s) taken in lieu of Ethics School to be ordered as a condition of probation. (Rules Proc. of State Bar, rule 3201.)

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In the Matter of: MATTHEW ALLEN FORKNER	Case number(s): 17-O-02895
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### SIGNATURE OF THE PARTIES

By their signatures below, the parties and their counsel, as applicable, signify their agreement with each of the recitations and each of the terms and conditions of this Stipulation Re Facts, Conclusions of Law, and Disposition.

2/22/18  
Date

  
Respondent's Signature

Matthew Allen Forkner  
Print Name

\_\_\_\_\_  
Date

\_\_\_\_\_  
Respondent's Counsel Signature

\_\_\_\_\_  
Print Name

2/23/18  
Date

  
Deputy Trial Counsel's Signature

Angie Esquivel  
Print Name

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In the Matter of: MATTHEW ALLEN FORKNER	Case Number(s): 17-O-02895
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### REPROVAL ORDER

Finding that the stipulation protects the public and that the interests of Respondent will be served by any conditions attached to the reprovial, IT IS ORDERED that the requested dismissal of counts/charges, if any, is GRANTED without prejudice, and:

- The stipulated facts and disposition are APPROVED AND THE REPROVAL IMPOSED.
- The stipulated facts and disposition are APPROVED AS MODIFIED as set forth below, and the REPROVAL IMPOSED.
- All court dates in the Hearing Department are vacated.

The parties are bound by the stipulation as approved unless: 1) a motion to withdraw or modify the stipulation, filed within 15 days after service of this order, is granted; or 2) this court modifies or further modifies the approved stipulation. (See rule 5.58(E) & (F), Rules of Procedure.) **Otherwise the stipulation shall be effective 15 days after service of this order.**

**Failure to comply with any conditions attached to this reprovial may constitute cause for a separate proceeding for willful breach of rule 1-110, Rules of Professional Conduct.**

February 28, 2018  
Date

Cynthia Valenzuela  
CYNTHIA VALENZUELA  
Judge of the State Bar Court

**CERTIFICATE OF SERVICE**

[Rules Proc. of State Bar; Rule 5.27(B); Code Civ. Proc., § 1013a(4)]

I am a Case Administrator of the State Bar Court of California. I am over the age of eighteen and not a party to the within proceeding. Pursuant to standard court practice, in the City and County of Los Angeles, on February 28, 2018, I deposited a true copy of the following document(s):

**STIPULATION RE FACTS, CONCLUSIONS OF LAW AND DISPOSITION AND ORDER APPROVING**

in a sealed envelope for collection and mailing on that date as follows:

- by first-class mail, with postage thereon fully prepaid, through the United States Postal Service at Los Angeles, California, addressed as follows:

**MATTHEW A. FORKNER  
GODADDY INC.  
4400 N SCOTTSDALE RD  
STE 9-550  
SCOTTSDALE, AZ 85251**

- by interoffice mail through a facility regularly maintained by the State Bar of California addressed as follows:

**ANGIE ESQUIVEL, Enforcement, Los Angeles**

I hereby certify that the foregoing is true and correct. Executed in Los Angeles, California, on February 28, 2018.



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Erick Estrada  
Court Specialist  
State Bar Court