AMERICAN BAR ASSOCIATION
STANDING COMMITTEE ON ETHICS AND PROFESSIONAL RESPONSIBILITY

Formal Opinion 510 **March 20, 2024**

Avoiding the Imputation of a Conflict of Interest When a Law Firm is Adverse to One of its Lawyer's Prospective Clients

Under Rule 1.18 of the Model Rules of Professional Conduct, a lawyer who was consulted about a matter by a prospective client, but not retained, is disqualified from representing another client who is adverse to the prospective client in the same or a substantially related matter if the lawyer received from the prospective client "disqualifying information"—i.e., information that could be significantly harmful to the prospective client in the matter. But, if the lawyer "took reasonable measures to avoid exposure to more disqualifying information than was reasonably necessary to determine whether to represent the prospective client," and the firm takes specified procedural precautions, then the lawyer's conflict of interest is not imputed to others in the lawyer's firm.

This opinion addresses the "reasonable measures" necessary to avoid the imputation of conflicts of interest under Rule 1.18.[1] First, information that relates to "whether to represent the prospective client" includes information relating to (1) whether the lawyer may undertake or conduct the representation (e.g., whether a conflict of interest exists, whether the lawyer can conduct the work competently, whether the prospective client seeks assistance in a crime or fraud, and whether the client seeks to pursue a nonfrivolous goal), and (2) whether the engagement is one the lawyer is willing to accept. Second, to avoid imputation, even if information relates to "whether to represent the prospective client," the information sought must be "reasonably necessary" to make this determination. Third, to avoid exposure to disqualifying information that is not reasonably necessary to determine whether to undertake the representation, the lawyer must limit the information requested from the prospective client and should caution the prospective client at the outset of the initial consultation not to volunteer information pertaining to the matter beyond what the lawyer specifically requests.

Introduction

ABA Model Rule of Professional Conduct 1.18 establishes a lawyer's duties to a prospective client, a "person who consults with a lawyer about the possibility of forming a client-lawyer relationship with respect to a matter."[2] A prospective client who does not ultimately form a client-lawyer relationship with a lawyer is entitled to confidentiality protections similar to those afforded to a former client. Model Rule 1.18(b) forbids a lawyer from using or revealing information learned from a prospective client except as Rule 1.9 would permit with a former

[1] This opinion is based on the ABA Model Rules of Professional Conduct as amended by the ABA House of Delegates through August 2023. The laws, court rules, regulations, rules of professional conduct, and opinions promulgated in individual jurisdictions are controlling.

[2] MODEL RULE OF PROF'L CONDUCT R. 1.18(a) provides that "[a] person who consults with a lawyer about the possibility of forming a client-lawyer relationship with respect to a matter is a prospective client."

client.[3] Consequently, a lawyer who learns confidential information from the prospective client generally may not disclose that information or use it adversely to the prospective client unless, either during the consultation or thereafter, the prospective client gives informed consent confirmed in writing.

Rule 1.18 includes a disqualification provision that is less restrictive than Rule 1.9's provision governing adversity to a former client. Under Rule 1.9(a), without the former client's informed consent confirmed in writing, a lawyer may not undertake a new representation that is materially adverse to the former client if the new matter is the same as, or substantially related to, the earlier one. The premise is that, in this situation, the lawyer will ordinarily have learned significant confidential information in the earlier representation that could be used to the former client's disadvantage in the same or a substantially related matter.

By comparison, under Rule 1.18(c), a lawyer is disqualified from undertaking a representation in the same or a substantially related matter against a prospective client only if the lawyer received "disqualifying information"–i.e., "information from the prospective client that could be significantly harmful to" the prospective client.[4] The premise underlying this less restrictive provision is that a consultation with a prospective client may be brief and that it cannot be presumed that the prospective client provided the lawyer with information that could later be significantly harmful to the prospective client, particularly given that lawyers may have taken precautions to avoid learning such disqualifying information.

ABA Formal Opinion 492 discusses the type of information that could be disqualifying for a lawyer who has communicated with a prospective client. Disqualifying information could potentially include views on the potential resolution options, personal accounts of relevant events, sensitive personal information, and strategies. Determining whether a lawyer received disqualifying information necessitates a fact-based inquiry that may depend on a variety of factors including the length of the communication and the nature of the topics discussed.

Opinion 492 left open the further question, on which we now focus, of the circumstances under which a personally disqualified lawyer's conflict of interest under Rule 1.18(c) will be imputed to others in the lawyer's firm such that they too would be disqualified from representing other parties in the same or substantially related matter when those parties' interests are materially adverse to the prospective client's interests.

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[3] MODEL RULE OF PROF'L CONDUCT R. 1.18(b) provides that "even when no client-lawyer relationship ensues, a lawyer who has learned information from a prospective client shall not use or reveal that information, except as Rule 1.9 would permit with respect to information of a former client." Comment [5] also provides that not only may a lawyer condition a consultation with a prospective client on the person's informed consent that no information disclosed during the consultation will prohibit the lawyer from representing a different client in the matter, but a prospective client may also expressly consent to the lawyer's later use of information received from the prospective client.

[4] MODEL RULE OF PROF'L CONDUCT R. 1.18(c) provides that "[a] lawyer subject to paragraph (b) shall not represent a client with interests materially adverse to those of a prospective client in the same or a substantially related matter if the lawyer received information from the prospective client that could be significantly harmful to that person in the matter, except as provided in paragraph (d). If a lawyer is disqualified from representation under this paragraph, no lawyer in a firm with which that lawyer is associated may knowingly undertake or continue representation in such a matter, except as provided in paragraph (d)." For additional discussion of whether information is "significantly harmful" s*ee* ABA ANNOTATED MODEL RULES OF PROFESSIONAL CONDUCT 348-350 (10th ed. 2023).

Conflict Imputation under Rule 1.18

Generally, under Rule 1.10(a), when lawyers practice in a law firm, one lawyer's conflict of interest, including one arising under Rule 1.9(a), is imputed to other lawyers of the firm. This is the general principle for conflicts involving prospective clients as well. Rule 1.18(c) provides: "If a lawyer is disqualified from representation under this paragraph, no lawyer in a firm with which that lawyer is associated may knowingly undertake or continue representation in such a matter, except as provided in paragraph (d)."

Paragraph (d) provides, however, that the conflict of the individual lawyer will not be imputed to that lawyer's firm in two situations.[5] The first is when both the potential client and the affected client provide informed consent, confirmed in writing. The second, the focus of this opinion, is when:

- the personally disqualified lawyer took "reasonable measures to avoid exposure to more disqualifying information than was reasonably necessary to determine whether to represent the prospective client,"
- the personally disqualified lawyer is timely screened from any participation in the matter, and receives no portion of the fee, and
- written notice is promptly given to the prospective client.

To date, little guidance has been provided regarding what constitutes "reasonable measures" under Rule 1.18(d). Like the determination of whether information is disqualifying, this calls for a fact-intensive inquiry. Whether a lawyer took "reasonable measures to avoid exposure to more disqualifying information than was reasonably necessary to determine whether to represent the prospective client" may depend on the lawyer's background and experience, the client's identity, and the nature of the engagement. This opinion offers general guidance to a lawyer in a law firm seeking to minimize the risk that a meeting with a prospective client will later give rise to an imputed conflict of interest.[6] It also offers guidance to a lawyer who undertakes an inquiry under Rule 1.18(d) to determine whether the law firm is disqualified because of its lawyer's earlier meeting with a prospective client who did not retain that lawyer.

Importantly, failing to take "reasonable measures to avoid exposure to more disqualifying information than was reasonably necessary to determine whether to represent the prospective client" is not misconduct. Lawyers may seek to learn a great deal of detail regarding the potential representation that goes far beyond what is reasonably necessary to determine whether to take on the engagement. But doing so means that the personally disqualified lawyer's conflict would later

[5] MODEL RULE OF PROF'L CONDUCT R. 1.18(d) provides that "[w]hen the lawyer has received disqualifying information as defined in paragraph (c), representation is permissible if: (1) both the affected client and the prospective client have given informed consent, confirmed in writing; or: (2) the lawyer who received the information took reasonable measures to avoid exposure to more disqualifying information than was reasonably necessary to determine whether to represent the prospective client; and (i) the disqualified lawyer is timely screened from any participation in the matter and is apportioned no part of the fee therefrom; and (ii) written notice is promptly given to the prospective client."

[6] As a reminder, MODEL RULE OF PROF'L CONDUCT R. 1.0(c) provides that a "law firm" can refer to a law partnership, a professional corporation, a sole proprietorship, or another association authorized to practice law; or to lawyers employed in a legal services organization or the legal department of a corporation or other organization.

be imputed to other lawyers in the same firm and would need to be addressed by means other than a nonconsensual screen and written notice to the prospective client. That could be obtaining informed written consent from the prospective client or declining the new matter.

Information relevant to assessing a potential representation

The initial question is whether particular information that a lawyer elicited from a prospective client at a preliminary meeting relates to "whether to represent the prospective client." Not all information solicited from or provided by a prospective client will relate to this determination. The type of information that lawyers may obtain to determine "whether to represent the prospective client" principally falls into two categories, which may overlap: first, information may relate to the lawyer's professional responsibilities (i.e., whether the rules permit the lawyer to take on a matter),[7] and, second, information may relate to the lawyer's more general business decisions (i.e., whether the lawyer wants to accept the matter).[8] The former category would naturally include information that is necessary to ensure compliance with legal and ethical obligations, including those set forth in the Model Rules of Professional Conduct. This could conceivably include, among other things, sufficient information to determine whether the lawyer could handle the matter competently (Rule 1.1), whether the client or prospective client seeks to use the lawyer's services to commit or further a crime or fraud (Rules 1.2(d) and 1.16(a)(4)), whether the lawyer would be able to communicate effectively with the prospective client (Rule 1.4), whether the lawyer has a conflict of interest (Rules 1.7-1.12 and 1.18), and whether all of the prospective client's potential claims would be frivolous (Rule 3.1). But it is very possible that less than all information that is responsive to these factors—particularly the merits of potential claims—is reasonably necessary to determine whether to undertake the representation.

Determining whether a conflict of interest would preclude the representation or would require one or more clients' informed consent is most obviously required to determine whether a representation may be accepted. To ascertain whether the representation would entail a conflict of interest, the lawyer would ordinarily seek the identity of other relevant parties, witnesses, and counsel. If a conflict check reveals a current or former representation of one of the parties, additional information may be needed to determine how the conflict rules apply.

The latter category (i.e., information regarding the business decision) would potentially include information to enable the lawyer to assess the amount of time the engagement will take, the range of anticipated compensation for that time, the potential expenses, and the likelihood of being fully compensated. It might also include whether the matter aligns with the lawyer's abilities and interests, such as whether it is within an area of specialization or an area in which the lawyer

[7] *See, e.g.*, Jimenez v. Rivermark Cmty. Credit Union, No. 3:15-CV-00128-BR, 2015 BL 140013, 2015 U.S. Dist. LEXIS 61745, *16-17 (D. Or. May 11, 2015) (the lawyer sought information from a prospective client to ascertain whether the matter would give rise to a conflict of interest).

[8] *See, e.g.*, Vaccine Ctr., LLC v. Glaxosmithkline LLC, No. 2:12-cv-01849-JCM-NJK, 2013 BL 414523, 2013 U.S. Dist. LEXIS 60046, *4-5 (D. Nev. Apr. 25, 2013) (finding that a lawyer sufficiently limited exposure to disqualifying information where the lawyer requested information necessary to assess whether a contingency matter may be economically feasible, even though such a determination "requires a thorough analysis and understanding of liability and damages issues because the attorney must weigh the significant amount of money and time that will be invested in representing the plaintiff with the ultimate likelihood of prevailing and recovering damages").

seeks more experience. Additionally, lawyers may have other considerations regarding whether to take on a representation. For example, a law firm's internal policy, such as one limiting contingency matters or limiting the representation of parties in certain industries, may preclude accepting an engagement.

Certain purposes for learning disqualifying information would be unrelated to the lawyer's determination "whether to represent the prospective client." For example, a lawyer might elicit detailed information about the matter so the lawyer could persuade the prospective client to retain the lawyer. Details about the prospective client's litigation or transaction might enable the lawyer to impress the prospective client by offering strategic insight into how to conduct the representation or by relating the matter to the lawyer's past experience. It is generally permissible for lawyers to promote themselves in this manner (although they must avoid giving incompetent advice or making false statements to the prospective client). However, a legitimate factual inquiry toward this end would not relate to the lawyer's determination "whether to represent the prospective client." Rather, the inquiry would relate to the prospective client's decision whether to retain the lawyer.

When disqualifying information is "reasonably necessary" to the lawyer's determination

The more difficult question under Rule 1.18(d)(2) is whether it is "reasonably necessary" for the lawyer to learn disqualifying information about a proposed lawsuit, transaction, or other matter to enable the lawyer to make the determination whether to represent the prospective client.

A lawyer might permissibly undertake a very detailed inquiry into the matter before deciding whether to accept it. But such a permissible inquiry may not be the same as an inquiry that is "reasonably necessary" such that the lawyer's conflict is not imputed to the firm. In general, the rules distinguish situations where lawyers' conduct serves a legitimate or permissible purpose and those where the conduct is "necessary" to serve that purpose.[9] It is easier to show that the lawyer's conduct was intended to serve a legitimate purpose than to show that it was *necessary* to serve that purpose.[10]

Some inquiry into the facts of a potential lawsuit may be "reasonably necessary," not because it is compelled by Rule 3.1, which forbids filing a frivolous complaint, but because it could potentially prejudice a client for the lawyer to accept the representation and then withdraw to avoid filing a frivolous complaint. The lawyer ordinarily—but not necessarily in every instance—can ascertain after modest inquiry whether a proposed lawsuit would likely be frivolous. Such reasonable inquiries would mitigate against the risk of a later need to withdraw, although they would not entirely eliminate that risk: after undertaking to represent a plaintiff, a lawyer may

[9] On one hand, lawyers may impose incidental burdens on third parties to serve some other "substantial purpose" (Rule 4.4(a)), and prosecutors may make certain extrajudicial statements that would be otherwise forbidden to serve "a legitimate law enforcement purpose" (Rule 3.8(f)). On the other hand, the exceptions to confidentiality permit disclosures information relating to clients' representation only "to the extent the lawyer reasonably believes necessary" to serve a purpose identified by the rule (Rule 1.6(b)).

[10] *See, e.g.*, ABA Comm. on Ethics & Prof'l Responsibility, Formal Op. 10-456 (2010) (when a former client brings an ineffective assistance of counsel claim, "[i]t will be rare to confront circumstances where trial counsel can reasonably believe that . . . prior, ex parte disclosure, is necessary to respond to the allegations against the lawyer").

learn additional information that convinces the lawyer that it would be impermissible to file a lawsuit.

In such instances, a more extensive inquiry would not be reasonably necessary. Although Rule 3.1 requires a lawyer to ensure, before bringing or defending a proceeding, or asserting or controverting an issue therein, that "there is a basis in law and fact for doing so that is not frivolous," the lawyer can analyze this further throughout a representation. More thorough investigation of facts and research of the law are ordinarily undertaken after commencing the representation, not only to comply with Rule 3.1, but to advise the client about whether to proceed with a pleading, motion, or argument, as required by Rule 1.4, and, if so, to do so competently, as required by Rule 1.1.

A lawyer considering whether to enter into a lawyer-client relationship with a potential plaintiff may have other reasons to investigate the potential claim. For example, the lawyer may be inclined to substantially investigate the matter before committing to accept it on a contingent fee basis, not because of concerns that the claim may be frivolous, but to assess the likelihood of prevailing and the likely recovery. It would be permissible to conduct this detailed inquiry to make the business decision whether to accept the representation, but it may not be "reasonably necessary" to do so.

Rule 1.16(a) mandates, in part, that a lawyer "inquire into and assess the facts and circumstances of each representation to determine whether the lawyer may accept . . . the representation." It further provides that "a lawyer shall not represent a client . . . if: . . . (4) the . . . prospective client seeks to use . . . the lawyer's services to commit or further a crime or fraud despite the lawyer's discussion . . . regarding the limitations on the lawyer assisting with the proposed conduct."[11] This restriction aligns with Rule 1.2(d), which forbids a lawyer from assisting a client "in conduct that the lawyer knows is criminal or fraudulent." (Rule 1.16(a) imposes additional obligations even after the representation is permissibly accepted.) The nature and extent of the inquiry required by Rule 1.16(a) to ascertain whether a "prospective client seeks to use . . . the lawyer's services to commit or further a crime or fraud" is discussed in Comments [1] and [2]. The latter provides in relevant part:

> [I]nquiry into and assessment of the facts and circumstances will be informed by the risk that the client or prospective client seeks to use or persists in using the lawyer's services to commit or further a crime or fraud. This analysis means that the required level of a lawyer's inquiry and assessment will vary for each client or prospective client, depending on the nature of the risk posed by each situation. Factors to be considered in determining the level of risk may include: (i) the identity of the client, such as whether the client is a natural person or an entity and, if an entity, the beneficial owners of that entity, (ii) the lawyer's experience and familiarity with the client, (iii) the nature of the requested legal services, (iv) the

[11] The ABA House of Delegates amended Rule 1.16 adding paragraph (a)(4) in August 2023. *See* ABA STANDING COMMITTEE ON ETHICS AND PROFESSIONAL RESPONSIBILITY AND ABA STANDING COMMITTEE ON PROFESSIONAL REGULATION REVISED RESOLUTION AND REPORT 100 (2023), *available at* https://www.americanbar.org/content/dam/aba/administrative/professional_responsibility/20230805-revised-resolution100report.pdf.

> relevant jurisdictions involved in the representation (for example, whether a jurisdiction is considered at high risk for money laundering or terrorist financing), and (v) the identities of those depositing into or receiving funds from the lawyer's client trust account, or any other accounts in which client funds are held.

Thus, the facts and circumstances of a prospective representation required by Rule 1.16(a) necessitates eliciting information from the prospective client. Such inquiry is not just permissible, but "reasonably necessary to determine whether to represent the prospective client."

Once a lawyer has sufficient information to decide whether to represent the prospective client, further inquiry may be permissible, but it will no longer be "necessary." That means once a lawyer has decided there is any basis on which the lawyer would or must decline the representation, stopping inquiry on all subjects would place the lawyer in the best position to avoid potential imputation of a conflict to other lawyers in their firm. *See* Comment [4] to Rule 1.18.

This understanding is consistent with the premise of Rule 1.18(d), which is that, as a general matter, even if a lawyer learns some disqualifying information from a prospective client, that amount will presumptively be limited compared to what would be required should an engagement ensue. Additionally, prospective clients will not have a reasonable apprehension that their information will be misused because the lawyer with whom the prospective client met will be screened. The imputation provision strikes a balance between the prospective client's interest in being assured that the lawyer will comply with the confidentiality obligation, on one hand, and other clients' interest in access to counsel as well as the law firm's legitimate business interests, on the other. *Compare* Rule 1.10(a)(2) (permitting screening to avoid imputation of a conflict "aris[ing] out of the disqualified lawyer's association with a prior firm").

Reasonable measures to avoid exposure to additional information

The remaining question is what constitute "reasonable measures" to limit exposure to more information than reasonably necessary.[12] This is another question on which there is limited guidance in prior opinions.

Initial interactions between lawyers and prospective clients can unfold in various ways. The lawyer could allow the potential client to talk freely about the matter. And the lawyer might even follow up on the interview with additional investigation before deciding whether to accept the matter. But such a free-flowing conversation is unlikely to involve reasonable measures to limit the information being provided. Alternatively, lawyers can strictly limit the scope of the conversation. But it would be unreasonable to require lawyers to tell prospective clients not to reveal any information, since some is needed for the lawyer to determine whether to accept or decline the representation.

[12] Under Rule 1.18(d)(2), if the lawyer who received disqualifying information in a meeting with a prospective client took "reasonable measures" to avoid learning more disqualifying information than reasonably necessary, and the requisite procedural measures are taken, the lawyer's conflict would not be imputed to the lawyer's firm. Conversely, even if, in retrospect, the disqualifying information received by the lawyer was no more than reasonably necessary to determine whether to represent the prospective client, the lawyer's conflict will be imputed to the firm if the lawyer failed to take the prescribed "reasonable measures."

Balancing these interests, Rule 1.18(d)(2)'s "reasonable measures" standard means that lawyers must exercise discretion throughout the initial communications, while the lawyer and prospective client are considering whether to enter into a lawyer-client relationship. Lawyers must limit the information sought from prospective clients, and those who seek and obtain information without limitations fall short of that standard.[13]

One further measure to avoid exposure to more disqualifying information than is reasonably necessary is for the lawyer to warn the prospective client that the lawyer has not yet agreed to take on the matter and that information should be limited only to what is necessary for the lawyer and client to determine whether to move forward with an engagement.[14] The warning need not have particular wording. The reasonableness of a lawyer's measures depends on whether they are designed to limit the information received before a lawyer-client relationship is established.

When a prospective client is interviewing more than one firm, lawyers may be motivated to elicit or receive extensive information to evaluate the litigation and explain why they are a good fit for the potential client's needs. Lawyers are welcome to review and elicit extensive disqualifying information, recognizing that if the prospective client does not retain them, they and other lawyers in their firm will forgo the possibility of representing a client with interests that are materially adverse in the same or a substantially related matter. Alternatively, if the lawyers want to preserve the possibility of representing such a person, they will have to take reasonable measures to limit the amount of disqualifying information obtained from the prospective client, such as by cautioning against providing prejudicial information.

"Timely" screening from participation in the later matter

The timely screening of a lawyer who has interviewed a prospective client, but declined to take on the matter, likely need not occur until the law firm becomes aware of information that there is a potential conflict. The alternative of erecting an appropriate screen for each potential client would be an unnecessary and unreasonable burden and is not required by Rule 1.18. Rather,

[13] For example, in Skybell Technologies, Inc. v. Ring, Inc., No. SACV 18-00014 JVS (JDEx), 2018 BL 481288, 2018 U.S. Dist. LEXIS 217502 (C.D. Cal. Sep. 18, 2018), the lawyer performed a conflict check before any substantive communications and with the direction from counsel to provide no more information than necessary to conduct a conflicts search. But after ensuring there was not a conflict, the lawyer did not limit the information to be shared and encouraged the potential client to be as open as possible with information related to a potential lawsuit. The lawyer conducted a one-hour telephone conversation with the company's CEO, CFO, and two outside counsel to discuss key patents, theories of the case that they were being infringed, issues concerning validity and prior art, the prospective client's financial position, and settlement strategy. After preparing a 40-page proposal for the representation and an enforcement proposal, the lawyer then participated in a three-hour meeting with at least the CEO, CFO, and one outside lawyer for the prospective client wherein they discussed the same topics, and a proposed budget. The District Court disqualified the lawyer's firm from a subsequent adverse representation, noting that while the lawyer did take reasonable steps to limit information imparted before the conflict check, the lawyer took no further steps afterward.

[14] *See*, *e.g.*, Vaccine Ctr., LLC v. GlaxoSmithKline LLC, *supra* note 7, at *1 (concluding that reasonable measures were taken when a lawyer warned the prospective client from the outset that his firm did not normally take cases on a contingency basis, but that he would review any material or documents in order to assess whether it would be economically viable to represent the client).

screening is timely when it takes place once a law firm becomes aware there is a potential conflict in representing someone adverse to the former potential client.[15]

Conclusion

When obtaining preliminary information before undertaking a representation, a lawyer who seeks to minimize the risk of law firm disqualification should obtain from the prospective client only information reasonably necessary to determine whether the engagement is one permitted under the rules (including whether the engagement is one within the lawyer's capabilities), and whether it is one which the lawyer is willing to accept. The prospective client should be cautioned at the outset of the initial consultation not to volunteer information pertaining to the matter until after the lawyer has determined whether the rules would permit the representation, whether the lawyer is able to handle the matter, and whether the client and lawyer can come to terms. If the lawyer learns disqualifying information and has failed to take reasonable measures to avoid receiving more disqualifying information than reasonably necessary for these purposes, and no representation ensues, the lawyer's conflict will be imputed to the lawyer's firm: not only the lawyer but also other lawyers in the firm will be disqualified from representing a client adverse to the prospective client in the same or a substantially related matter without the prospective client's informed consent.

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[15] *See* Vaccine Ctr., LLC v. Glaxosmithkline LLC, *supra* note 7, at *2 (finding timely screening of disqualified lawyers when the lawyers were promptly screened as soon as the lawyers learned that Rule 1.18 was implicated); Beckenstein Enterprises-Prestige Park, LLC v. Lichtenstein, No. X06cv030183486S, 2004 Conn. Super. LEXIS 2179, 2004 WL 1966863, at *6 (Conn. Aug. 11, 2004) (finding screening was timely when the disqualified attorney was screened "[a]s soon as [the defendant's counsel] was notified by plaintiffs' counsel of [the disqualified attorney's] discussion with [the plaintiff.]").