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# The Corporate Counsel: A Role Study, by John D. Donnell

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THE CORPORATE COUNSEL: A ROLE STUDY. By John D. Donnell, Bloomington, Indiana: Bureau of Business Research, Graduate School of Business, Indiana University, 1970. Pp. x, 230, with two appendices and bibliography. \$8.50.

Professor Donnell is chairman of the business law department in the Graduate School of Business at Indiana University. He is a lawyer and a teacher of businessmen (D.B.A.), and, as his study demonstrates, a formidable social scientist. *The Corporate Counsel* is his behavioral study of lawyers in business organizations, done on a "role conflict" model, with pilot study, interview and questionnaire research, statistical analysis and follow-up. Donnell borrows his model from Gross's study of roles among school superintendents and Kahn's theories on organizational stress.<sup>1</sup> The easiest way to generalize its contents, at least in a preliminary way, is to examine his hypotheses and what he found; I will use my own words, thereby inviting Professor Donnell to call me callow, and the reader to check me out by reading the book:

1.) Lawyers working as corporate counsel experience ambiguity and conflict in the expectations they have about their professional lives; the conflict is principally a function of discrepancy between lawyer expectations and client expectations. Donnell found this hypothesis to be true.

2.) Ambiguity and conflict produce, or at least parallel, professional dissatisfaction. Donnell found that lawyers enjoy ambiguity and conflict more than he thought they would. He decided that this hypothesis could not be proven, which meant that he had to add, and then prove, a new hypothesis: To the extent that lawyers in corporate law offices experience ambiguity and conflict which is accepted as legitimate, their professional satisfaction is increased.

3.) Lawyers who experience ambiguity and conflict find ways to reduce it. Donnell thought this hypothesis was inadequate. Lawyers work to reduce conflict and ambiguity, he says, only when they experience "disequilibrium."

4.) Lawyers take steps to reduce ambiguity and conflict if they receive (and accept) corporate feedback pointing it out. Donnell found this hypothesis inadequate also, and added two intermediate variants to

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1. N. CROSS, W. S. MASON, & A. W. McEACHERN, EXPLORATIONS IN ROLE ANALYSIS: STUDIES OF THE SCHOOL SUPERINTENDENCY ROLE (1958); R. L. KAHN, D. M. WOLFE, R. P. QUINN, J. D. SNOEK, & R. A. ROSENTHAL, ORGANIZATIONAL STRESS: STUDIES IN ROLE CONFLICT AND AMBIGUITY (1964).

it. Feedback works to reduce conflict (1) when conflict produces disequilibrium, and (2) when disequilibrium produces higher levels of consensus among lawyer and clients about the lawyer's role.

The book is full of fascinating information, but it is a trifle turgid! I find it useful to analyze my personal reactions by concluding, in a relatively eccentric way, what I think lawyers can learn from the book—that is, what they can learn about what it is like to be a corporate lawyer—and then to examine some of the reasons lawyer-readers may find this book, as well as other social-science produce about lawyers, to be turgid.

#### A. WHAT IT IS LIKE TO BE A CORPORATE LAWYER

1. *Lawyers today act largely from a preventive or facilitative posture.* Donnell's corporate counsel fits neatly into Reich's corporate state.<sup>2</sup> Lawyers spend most of their time either preventing disputes or counseling people who need help; they spend very little time in the traditional courtly combat they thought they would find upon emerging from law school. Borrowing a phrase from Louis M. Brown, Donnell calls this the practice of preventive law; it can also be labeled the practice of facilitation.<sup>3</sup> Lawyers help clients assess possibilities and act on them; sometimes they even help clients to modify behavior so that a choice becomes possible.<sup>4</sup> All of this ties into the modern corporate state: "It was not until the New Deal legislation of the 1930's and the World War II regulations that the need for legal advice by companies in every area of business became pervasive."<sup>5</sup> It was the social and political development of the thirties and forties which brought the corporate counsel into his own: The number of employee-lawyers in corporations grew by 160 per cent between 1951 and 1966—to 10.2 per cent of all lawyers who are active in the profession. Parallel growth continues; as bureaus have multiplied since 1959, the number of firms having corporate counsel has gone from 47 to 61 per cent, as of 1967.<sup>6</sup>

This change in function, and the growth of law practice exclusively

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2. C. REICH, *THE GREENING OF AMERICA* (1970); Reich, *Reflections (The New Generation)*, *THE NEW YORKER*, Sept. 26, 1970, p. 42.

3. L. M. BROWN, *ARTICLES ON PREVENTIVE LAW* (University of Southern California 1969); *MANUAL OF PREVENTIVE LAW* (1950). Mr. Brown also wrote the forward in *THE CORPORATE COUNSEL*. "Facilitative" was suggested to me by Dr. Robert S. Redmount, who prefers the connotation of surveying possibilities in addition to the prevention of litigation.

4. See L. TYLER, *THE WORK OF THE COUNSELOR* (3d ed. 1969); T. SHAFFER, *DEATH, PROPERTY, AND LAWYERS* ch. 5 (1970).

5. Donnell, 28.

6. *Id.* at 29.

or principally for businessmen, brought stresses and strains to a group of professionals who sought the law, Dr. Watson says, so that they could keep things in order and take out their aggressions by shouting at people.<sup>7</sup> Donnell sees this in three dimensions: (1) A lawyer's role is ambiguous; on one hand clients only come in under certain conditions, and on the other a lawyer is supposed to see legal menace lurking behind every bush, lawsuits under every stone; (2) Legal problems and business problems are entwined and everything involves a risk which the not-so-bold must somehow, and with some degree of comfort, be willing to undertake; (3) Lawyers are officers of courts they may never enter, which means that they feel (or their clients expect them to feel) some special responsibility for business morality. The last point is particularly full of binds and double binds. Donnell's data demonstrates that while clients expect moral leadership from lawyers, they resent any moral leadership they receive: "Policemen tend to be resented by the persons whose affairs are being probed, and the knowledge that information . . . may be passed on . . . is likely to inhibit the full disclosure . . . which is essential to sound legal counseling."<sup>8</sup>

Lawyers tend to live with the conflicting pressures of their image of themselves as advocates and their existential lives as counselors—what Donnell and the social psychologists on whom he builds his model call "role conflict"—by making their stances toward clients highly adaptable. Donnell sees these roles as varying among those of counselor, draftsman, advocate, and attorney in fact. (I have found it useful to think of the four roles in somewhat more caustic characterization as counselor, manipulator, hired gun, and revolutionary, but this is Donnell's book and I will accept his categories.) The specialized lawyers he is studying cut a somewhat narrower swath among these stances than the general private practitioner, but in either case the typical American lawyer of the seventies spends little time in courtroom combat; therefore the differences between corporate counsel and general practitioner are not so great as we might suppose. Most of us are, in fact, lawyers without courts, even though many lawyers in private practice seek psychological identification with Perry Mason and Lawrence Preston and that avuncular elder who guides the *Young Lawyers*. Our advocacy, what there is of it, is specialized short of the courtroom (administrative, arbitral, bargaining to avoid litigation); most of our time is spent in the other corporate stances Donnell talks about, and it is in selecting among those

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7. Watson, *The Quest for Professional Competence: Psychological Aspects of Legal Education*, 37 U. CHIC. L. REV. 1 (1968).

8. Donnell, 33.

stances that lawyers cope with the "role conflict" brought about by the New Deal and by the fact that distinctions between advice and legal advice are vaporous, ambiguous and troublesome.<sup>9</sup>

2. *Lawyers cherish their freedom of action and are willing to pay a price for keeping it.* Lawyers insist upon eccentricity and accept the resulting flak. The corporation in which Donnell found the highest degree of "role conflict"—that is, discrepancy between what clients expect of lawyers and what lawyers expect of themselves—was also the company in which lawyers expressed most job satisfaction in terms of interesting work, adequate prestige, and sense of accomplishment. Lawyers resent organizational structure and clear ground rules. Ambiguity "may not make much sense," a lawyer told Donnell, "but it seems to work."<sup>10</sup> Donnell was surprised by this result, and it required him to reject his second hypothesis. I suspect that his corrected finding was sound, although it should be noted that his data was skimpy and no controls can be detected in his procedure for personality factors which might explain why the few lawyers he studied enjoyed being cantankerous. His data is sufficient, though, to support the proposition that orthodox management theory and the practice of non-lawyer corporate business tend to impose structure (defined responsibility, organizational charts, ground rules, etc.) and increase it when signs of "role conflict" appear.<sup>11</sup> "Most people in industrial and business organizations . . . anticipate that positions . . . will be relatively clearly defined and, once defined, that the authority of the hierarchy will make this definition accepted. . . . Role ambiguity and conflict tend to be viewed as pathological, illegitimate, and the result of ineffectual management. Even a number of the surveyed corporate counsel who appeared to accept role ambiguity and conflict as normal were, nevertheless, somewhat apologetic to a representative of a business school about the existence of these factors in their company."<sup>12</sup>

Lawyers, unlike businessmen, tend, Donnell thinks, to "internalize conflict." He makes the comparison this way:<sup>13</sup>

To be a lawyer is to live with ambiguity and conflict.  
The principal function of lawyers is to prevent or to assist in

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9. This is developed more fully in Donnell, 35-37. Most of Donnell's corporate counsel believe the distinction is impossible to maintain.

10. Donnell, 105.

11. Donnell cites as unequivocally to this effect J. MOONEY, *THE PRINCIPLES OF ORGANIZATION* (rev. ed. 1947).

12. Donnell, 165-66.

13. *Id.* at 164-65.

the settlement of disputes, and the law can be adapted to this function because it is fundamentally ambiguous. The training of the law student is designed to make him wary of absolutes and immutable principles, skeptical of authorities, aware that appearances are not reality, and that absolute trust is a will o' the wisp. As David Riesman . . . has said, "Lawyers are trained in relevance, or at least in worrying about relevance—which seems so nearly absent in most of the people they deal with."<sup>14</sup>

But people still need people. The interpersonal dynamics behind Donnell's findings about "internalizing conflict" appear to be that lawyers seek their emotional support from one another rather than from their clients. Any trial lawyer who has experienced the euphoria of a friendly word with opposing counsel after a day spent at his throat will admit there is substance to the point. It is comforting to know that lawyers within corporations also find this to be true.

3. *Analyses of the lawyer-client relationship tend to be made on unchecked assumptions.* Donnell's "role conflict" data and, even more, his interviews with lawyers and clients indicate that lawyers proceed on their perception of client expectations without checking to find out whether those perceptions are accurate. The data reminds me of the Missouri survey's finding that lawyers think their clients want them to be keen, impersonal, and analytical, but that clients in fact want lawyers to be warm, friendly, and supportive.<sup>15</sup> Three examples from Donnell's material make similar points: (1) Lawyers tend to feel it is unprofessional to show their personal feelings about clients and client decisions. Clients would prefer more personal feeling than they receive—even negative feeling—and, when they do not get much, tend to assume the worst about the lawyer's attitudes. The worst stance a lawyer can take or be thought to have taken is indifference, not disapproval. Donnell found lawyers in one corporation who thought management did not want lawyers visiting the company's field operations. Management thought the lawyers were aloof and uninterested in field operations. (2) Lawyers feel that they are most effective when they decide cautiously, after sound research, and use care in the expression of their conclusions. It is more important to be right than to be authoritative. Clients, however, want lawyers to be authoritative and they interpret

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14. Citing Reisman, *Toward an Anthropological Theory of the Law and the Legal Profession*, 57 *AMERICAN JOURNAL OF SOCIOLOGY* 121 (1951).

15. See Turner, *What Your Client Thinks of You*, 29 *ALABAMA LAWYER* 132 (1968).

precision to be evasion. "Let's face it," one client said, "you can't get a decision out of a lawyer. They give you an opinion. . . . They usually say, 'The law says this and this' and 'there may be a loophole here,' but they don't come right out and say, 'Go ahead and do such and such.'"<sup>16</sup> Lawyers insisted that clients would resent the lawyer's making his own investigation of the facts of a legal problem; lawyers thought clients would prefer that all facts come through the client, "but the clients preferred to have counsel rely heavily on his own knowledge."<sup>17</sup> (3) Lawyers feel clients do not want a trust-dependence relationship and try to prevent this; clients prefer to be dependent. The client wants his lawyer to "take his own initiative"; the lawyer feels that self-actuating legal curiosity about the business of the client will be interpreted as an intrusion. The lawyer says: "The businessman feels lonely . . . . He finds that by and large lawyers have pretty well trained minds, but the last thing he wants to do is to confess that he can't make this all by himself. . . ." The client says: "A legal mind is usually a very logical, methodical, incisive, analytical type of mind, so I often talk with our counsel about strictly nonlegal problems. . . . Surprisingly, I've gotten two or three pretty good ideas."<sup>18</sup>

4. *Lawyers are willing to develop the counseling dimensions of their professional lives, but they admit that they are inadequate counselors.* Clients place more importance on counseling dimensions than do lawyers, although lawyers are willing to try. Clients, Donnell found, tend (on eight of eleven dimensions) to prefer what Carl Rogers<sup>19</sup> calls understanding, acceptance, and empathy. Lawyers tend to perceive themselves as most effective when they are sharp and "objective", when they exercise the talents Casner and Leach<sup>20</sup> generalize as property—lawyer talents such as foresight, a keen sense of relevance, and a comprehensive command of the facts. Clients, more than lawyers, think that lawyers should be accessible and accepting. Lawyers perceive themselves, even more than clients perceive them, as needing to be "easy to talk to" and positive. But lawyers also see themselves as needing to be more clear cut, initiating and comprehensible than do their clients.

Lawyers tend to be dominating and judgmental, as Donnell says, "by self-selection as well as training and experience lawyers tend to be people who have a need to win arguments."<sup>21</sup> Clients are annoyed when

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16. Donnell, 59.

17. *Id.* at 127.

18. *Id.* at 79-80.

19. C. ROGERS, *CLIENT-CENTERED THERAPY* (1965).

20. J. CASNER & B. LEACH, *CASES AND TEXT ON PROPERTY* ch. 1 (2d ed. 1969).

21. Donnell, 61.

they are treated as children, but at the same time clients seem to want to be dependent, to want lawyers to take responsibility for decision and not merely for advice. That, I think, is less an anomaly than may at first appear. A lawyer should not complain that the client he treats like an intimidated child responds to him as an intimidated child. Lawyers cannot expect their clients to be mature decision makers when their counseling atmosphere resembles Dr. Freud's consulting room. Donnell's lawyers were in "almost complete agreement" that the creation of dependence on counsel was better than an attempt to educate clients on the legal dimensions of their business. There is a possibility worth experimenting with here: Clients who detect respect for their maturity in the atmosphere they find in the office may respond with less dependence.

"The client," Donnell concludes, "wants to feel that his lawyer is 'on his side' and doing his best for him as a person, not just performing an intellectual exercise or a required function. The client expects the lawyer to identify both with the business and with him as an individual manager in the client relation. Under such circumstances the client finds it easier to talk with the lawyer because 'he is one of us.'"<sup>22</sup> One alternative is that clients will refuse to rely on legal advice because they refuse to be dominated; the result is that the client freezes his counselor out. Another alternative is that the client will rely on the counselor too much and be frustrated when the counselor responds to reliance by refusing to take responsibility.<sup>23</sup>

Donnell found that lawyers avoid the messiness of human interaction, the awkwardness of having to descend from the professional pedestal, by insisting that the atmosphere remain cool, that emotional dimensions be suppressed. His table on "counsel's criteria for a good client" emphasizes complete information (the facts), early consultation (foresight), intelligence and client awareness of "the legal environment" (no emotion), and a demand for "high quality legal service" (see it my way). One could usefully compare that view of professional service with Blake and Mouton's description of the "9, 1" management style in businessmen. The "9, 1" manager keeps his eye on the ball and his people in emotional inkwells. He is afraid to let humanity—his own or anyone else's—come to the surface.<sup>24</sup>

Trust is probably the key to effective legal counseling. Donnell, at least, thinks so: "The ideal counsel-client relationship is based upon the

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22. *Id.* at 62-63.

23. See C. ROGERS, *supra* note 10, ch. 5; T. SHAFFER, *supra* note 4, ch. 7.

24. R. BLAKE & J. MOUTON, *THE MANAGERIAL GRID* (1964).

mutual trust of each party as individuals and upon respect for each other as a person competent in his own field. It is a relationship in which neither party seeks to dominate or permits himself to be dominated; yet, each is open to influence from the other. It is a personal, helping relationship that goes beyond providing specialized knowledge and offering legal opinions on fact situations defined by the client."<sup>25</sup> The conditions he recommends for this climate are minimum organizational structure, close colleague relationships, and the support of management. This last item seems crucially important to lawyers and might give senior partners in law firms, as well as general counsel in corporations, something to think about.

Lawyers seem to be most effective when they see no need to question client confidence in them, when they enjoy the respect of their superiors, and when the relationship between client and lawyer is freely entered into. I find myself conjecturing from all of this that the corporate dogma of clear structure and elaborate ground rules may be a poorer way to run a railroad than businessmen suppose. Perhaps corporate lawyers, with their sloppy operating procedures, could give their bosses useful advice on personnel management.

5. *Lawyers deal covertly with interpersonal conflict.* Donnell borrows from Moment<sup>26</sup> a typology for conflict resolution which is too rigid. This typology divides reactions to conflict into polarization (defensive), withdrawal (sniping), dilettantism (flitting), and internalization. But Donnell seems to me to be correct, if perhaps too inflexible, when he places lawyers predominately in the "internalization" category. For example, lawyers like to deal with their conflicts in writing rather than in person or on the telephone; they prefer to be seen as cool advisors, not as angry policemen or wrathful moral judges; they prize professional detachment ("He who acts as his own lawyer has a fool for a client."). Donnell's lawyers literally hid from any discussion of whether they should check out the facts given them by clients, a dynamic way of refusing to accept responsibility for client relationships with other people. The lawyers took refuge in professionalism ("The only real judge of a lawyer is another lawyer.").

When conflict was discussed in a group made up of lawyers and clients, most lawyers refused to engage on the issue, fleeing from feedback with jokes or attacks on the group leader, the feedback data, and the clients. Only a few faced the essential human issue and analyzed it in

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25. Donnell, 173-74.

26. D. & Z. MOMENT, unpub. paper entitled *Partial Performances and Total Effectiveness*.

terms of changing their own behavior.

These issues are epitomized in Donnell's study on the question of whether corporate counsel should give business advice. He analyzes his data on that question under three postures lawyers take: lawyer-executive who is willing to be a businessman; lawyer-lawyer who is unwilling; and ministering-lawyer who shows nonassertiveness, accessibility, a bedside manner and demonstrated concern. But the real focus of this issue tended ultimately to be whether lawyers should tell their clients what to do, and the categories I detect in answers to the question are only two: Lawyers who seduce clients into dependence and then either reward dependence or leave it raging with frustration; and lawyers who respect client maturity and work toward client decision-making rather than client acceptance of lawyer decisions.

At the time he started his study Donnell thought that an awareness of role conflict would result in a reduction of this phenomenon. Because lawyers internalize conflict and flee from feedback, though, this did not appear to be true. He had to add a middle variant, which is the extent to which the lawyers admitted the emotional tension the conflict produced and brought it out into the open—when they, in Donnell's argot, "feel disequilibrium which they perceive as arising from the role conflict."<sup>27</sup> Reduction of conflict follows the acknowledgement of disequilibrium, and feedback is an essential step. The lawyer needs to have someone available who can perceive the situation and is willing to discuss it with frankness, and to whom the lawyer is willing to listen. It is an interesting, even esoteric, instance of the Jungian dogma that it takes two to make one.<sup>28</sup>

6. *Lawyers become more effective when interpersonal dimensions are brought into the open air.* Donnell's research design wisely included a final, post-feedback step in which he assessed the results of his subjects' examination of their roles and human relationships. The evidence is fragmentary and, as the experimental psychologists say, "impressionistic", but the indication is that lawyers' human relationships do improve when lawyers face the negative aspects of what they are doing. One general counsel described this as being more client conscious and less problem conscious. Some of Donnell's lawyers carefully considered what clients expect of them, and they subsequently responded in a relatively open and human way. They felt freer to exercise their concern about their clients, more open, more conscious of the roadblocks their professional-

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27. Donnell, 155.

28. 16 C. JUNG, *THE COLLECTED WORKS* (Bollingen ed. 1966), especially *The Psychology of the Transference and the Practice of Psychotherapy*.

ism had built.<sup>29</sup> Clients, too, seemed aware of the fact that they had invited professionalism to become a barrier to interaction, that for them, too, the professional relationship had been a safe harbor from messy human encounter. They were able to use the rhetoric of trust to hide feelings of safety, hidden resentment and aggression. As one dour corporate manager said, "Everyone uses everything he sees and hears as a basis for further entrenchment of his own prejudices."<sup>30</sup>

An example of blocked communication is the lawyer-conscience function, which Donnell traces to the lawyer's superordinate responsibility for public morality and the administration of justice. Lawyers were surprised to find that clients expected them to call the corporation to higher levels of conduct, and lawyers regularly denied that they should or could do it. Donnell, talking to one corporate counsel, suggested that the data meant that "clients were thinking that it is a good thing to have somebody in the company who has his eye on what is right." And the lawyer replied, "Well, I'm not going to do it."<sup>31</sup> The fear—and I can think of no better word—of facing the implications of the real feelings of clients, as well as their own feelings, even caused some of the lawyers to refuse to meet as a group with their clients and air mutual expectations. "I don't think I can get involved directly," one general counsel said. "They'll just think I'm getting too big for my breeches. I know how they feel."<sup>32</sup> But, almost without exception, areas of interpersonal conflict which were identified and aired were either cleared up or improved through the feedback process.

7. *The study tells private practitioners something about themselves.* Donnell reaches areas of human relationship in the practice of law which are almost literally nonaccessible in studies of private practice. Lawyers who read this book will wonder—and Donnell does little generalizing about it—whether his data is useful on client feelings and lawyer-client interaction outside business corporations. I think that it is, although this cannot be proven. The corporate law office hierarchy is markedly similar to the law-firm hierarchy in that the relationship between chiefs and Indians, between individual lawyer and client, are similar. This is in part a function of the fact that lawyers within corporations seem to insist successfully that they be treated like law-firm lawyers; assignment of clients by the general counsel is, for example, an unsuccessful manage-

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29. Grismer & Shaffer, *Experience-Based Teaching Methods in Legal Counseling*, 19 CLEVELAND STATE LAW REVIEW 448 (1970), reports similar results among law students who go through unstructured feedback processes.

30. Donnell, 49.

31. *Id.* at 128.

32. *Id.* at 130.

ment technique. Corporate law offices tend to be organized internally on a law-firm model; the lawyers associate among themselves, both inside and outside their work lives, much more than they associate with clients. Lawyers tend to specialize according to areas of interest, and then not to become full-time specialists. Each lawyer within the office tends to conduct his practice in a relatively private way; devices for obtaining influence with clients depend almost entirely on professional services and relatively little on position within the company. Job satisfaction varies inversely with the amount of "businesslike" control which is put on the law department. The mechanistic model of organizational flow<sup>33</sup> is universally rejected among Donnell's corporate lawyers. They felt and acted like their counterparts in private practice and, I believe, their feelings and experiences, along with the feelings and experiences of their clients, can be generalized to those of "outside" lawyers, at least until something better comes along.

#### B. WHY IS THIS SORT OF BOOK SO TURGID?

Donnell's book operates under two significant disadvantages: One of them is that his information is slender and not particularly generalizable. The other is that he decided to festoon it with social-science apparatus which cannot give it more substance than it begins with, and which only tends to make it hard to read.

Donnell worked with 13 lawyers (one of whom quit during the course of the study) in three manufacturing corporations, and with a total of 18 clients, who had experience with only six of the lawyers. He notes in an early and candid acknowledgment of the slenderness of his data that "no definitive statements can be made about the characteristics of the entire population of corporate counsel," and, about his hypotheses, "no proof in support or denial of them can be derived from this research."<sup>34</sup> His description of the corporations he studied, and of the tiny law departments within them, compels agreement. It is clear from much of his analysis of role ambiguity and conflict that his sample is so small (and so totally without control study) that one lawyer's greasy breakfast, or a hidden personality conflict with the general counsel, or a good day for a favorite baseball team, could have thrown Donnell's delicate conclusions off balance. And, since there is no way to tell whether these things were operating or not, the scientific conclusion is to assume that they were.

I do not believe, however, that slenderness makes the data itself

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33. *Supra* note 7.

34. Donnell, 11.

useless. Donnell spent months with a group of lawyers which is at least as large as most independent law firms; he spent time and analysis on an inherently interesting group of clients; and he integrated his work with a vast amount of scholarship on role theory, business organization, and even a little on lawyers. The question for me is not why Donnell wrote the book, but why he wrote as he did. If he admits he had too little material for a lab report, why did he bother with one? Why did he not simply tell us what he saw and heard?

This alternative—a forthright and relatively uncluttered report on what Donnell observed—is a respectable way to write social science, and some excellent and even exacting organizational studies have been done that way. Peter Blau's *Dynamics of Bureaucracy*, for example, reports observations in two government offices which are at least analagous to Donnell's three law offices.

The apparatus does not ruin Donnell's book. My generalizations in this review come from his information; other lawyers who read it will find themselves building insights of their own from Donnell's deceptively vast amount of data. But the apparatus weakens his book, not so much because it is scientific as because it is the wrong kind of science. Donnell has been intimidated by an elaborate, experimental regimen,<sup>35</sup> when he should have been contented with the more modest science of disciplined journalism. His scope is too small and his material too shallow to support experimental generalization; he calls his feedback process, for instance, an experimental "intervention", as if he were developing a new serum for hepatitis. Feedback in little doses is not experimental, and not global, but it is revealing and one learns from it. Behavior is built on single instances, and it is great and useful fun to have a perceptive guide like Donnell point the instances out and take them apart. He is without need of test tubes. While social science is beinning to suggest methodologies for processing observational data and testing its validity,<sup>36</sup> we lawyers are not likely to worry about this validation; at least most of us are not. But it would have satisfied the exacting few at least as well as Donnell's role-theory apparatus, and it would have made this an interesting book to curl up with, in addition to a useful collection of information.

The point is a useful one for other social scientists to ponder as they begin to write about lawyers. Some of them will have broader and

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35. Cf. D. CAMPBELL & J. STANLEY, *EXPERIMENTAL AND QUASI-EXPERIMENTAL DESIGNS FOR RESEARCH* (1966).

36. E.g., Westie, *Toward Closer Relations Between Theory and Research: A Procedure and an Example*, 22 *AMERICAN SOCIOLOGICAL REVIEW* 144 (1957).

deeper data than Donnell had,<sup>37</sup> but if they want lawyers to read and learn from what they have to say, they will probably have to learn to put their evidence in the text and their design apparatus in footnotes. Some will have the sort of limited data Donnell had,<sup>38</sup> but they will attract more attention from our profession if they can manage to be good reporters. Some will simply be spinning webs,<sup>39</sup> but, if they are honest about their heurism, they will probably seduce us into spinning webs with them.

THOMAS L. SHAFFER†

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37. Donnell cites Jerome Carlin's work on lawyers: *LAWYERS ON THEIR OWN* (1962) and *LAWYERS' ETHICS* (1966).

38. *E.g.*, J. F. HANDLER, *THE LAWYER AND HIS COMMUNITY* (1966).

39. Donnell cites periodical articles on lawyers by David Reisman and Robert S. Redmount; some of my *DEATH, PROPERTY, AND LAWYERS* (1970) is of the same genre.

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