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OPINION **Ref:** AG 13-0587

Judith T. Won Pat, Ed.D., Speaker
Mina' Trentai Dos Na Liheslaturan Guåhan
155 Hesler Place
Hagåtña, Guam 96910

RE: Organicity, Constitutionality, and Interpretation of Amendments to 5 GCA § 30113, P.L. 31-077:XII:39 (Sept. 20, 2011)

Dear Madam Speaker:

A number of issues have arisen concerning the organicity, constitutionality, and interpretation of Chapter XII, § 39 of Public Law 31-077 (Sept. 20, 2011) which amended 5 GCA § 30113 governing the outside practice of law by Department of Law attorneys. After careful consideration this Office has determined that the unconditional prohibition on the outside practice of law by Department attorneys contained in Chapter XII, § 39 suffers from the following defects which render it unenforceable, specifically that it (1) was enacted in violation of the Organic Act; (2) impairs constitutionally protected rights; (3) exceeds the territorial jurisdiction of the laws of Guam to the extent it may be applied to assistant attorneys general licensed to practice law in other jurisdictions; (4) violates federal law, specifically USERRA which renders it unenforceable as applied to members of this Office who serve in the armed forces; and (5) prohibits attorneys from fulfilling their obligations as officers of the court and members of the Guam Bar to perform *pro bono publico* service. We have prepared the following legal opinion which we invite the Legislature to consider.

Introduction

Prior to September 20, 2011, 5 GCA § 30113 read as follows:

> Neither the Attorney General nor any person employed in the Department of Law shall engage in any outside employment which shall conflict with the duties of the Department of Law. Prior to engaging in any outside employment, the Attorney General shall obtain written authorization for such activities from the Governor. Any other person employed in the Department of Law shall, prior to engaging in any outside employment, obtain written authorization to engage in such activities from the Attorney General. Any person who engages in outside employment without first obtaining the required written approval may be suspended or dismissed from government service. [SOURCE: P.L. 13-117]

Section 30113 was amended by P.L. 31-077:XII:39 (Sept. 20, 2011), and now reads in its entirety:

> *Neither* the Attorney General *nor* any person employed in the Department of Law *shall* engage in any outside employment which *shall* conflict with his duties within the Department of Law. Attorneys in the Department of Law *shall not* engage in the practice of law outside of the Department of Law.

Applying the third sentence of the original statute, "Any other person employed in the Department of Law shall, prior to engaging in any outside employment, obtain written authorization to engage in such activities from the Attorney General," upon making a determination that there was no conflict with their duties within the Department of Law the Office of the Attorney General had previously authorized Department of Law employees to engage in outside employment including the practice of law. We immediately note that with the deletion of that sentence, as well as the next sentence, "Any person who engages in outside employment without first obtaining the required written approval may be suspended or dismissed from government service," excepting the private practice of law which is prohibited in its entirety, the Attorney General's written approval is no longer a requirement before Department of Law employees may engage in other forms of outside employment.

DISCUSSION

Legislative History of Public Law 31-077:XII:39 Amending 5 GCA § 30113

Public Law 31-077 originated in Substitute Bill No. 1 (2-S) which was passed by the Legislature on September 7, 2011 during the second special session of the 31st Legislature. The Legislature was called into special session by Governor Eddie Calvo on September 5, 2011, specifically to address the 2012 budget in a proposed bill titled, *An act making appropriations for the operations of the Executive, Legislative, and Judicial branches of the Government of Guam for Fiscal Year ending September 30, 2012, making other appropriations, and establishing miscellaneous and administrative provisions.* In his transmittal letter calling the Legislature into special session, the Governor stated, "I am calling this special session for the sole purpose that *I Mina' Trentai Unu na Liheslaturan Guåhan* consider and vote upon the proposed legislation I am introducing, which you will find attached to this letter. It is my solemn opinion that the public interest requires I call this special session for *I Liheslaturan Guåhan* to consider and vote upon the attached proposed budget bill."

There is, notably, no legislative history associated with Section 39, so there is no reflection as to what "general social or economic problem" the Governor or Legislature intended to address by amending 5 GCA § 30113 that was not already being addressed by existing law. Although a statement of legislative findings and intent or other indicia reflected in a record of the proceedings may not have been required,[1] it would certainly have been helpful.

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[1] *Compare*, *Vacco v. Quill*, 521 U.S. 793, 799 (1997) ("If a legislative classification or distinction 'neither burdens a fundamental right nor targets a suspect class, we will uphold [it] so long as it bears a rational relation to some legitimate end.' ") (quoting *Romer v. Evans*, 517 U.S. 620, 631 (1996)); *Heller v. Doe*, 509 U.S. 312, 320-21 (1993) (under rational basis review, a legislature is not required to "actually articulate" its purpose, so long as "there is any reasonably conceivable state of facts that could provide a rational basis for the classification") (internal quotation marks omitted).

Organic Act Concerns

Guam's Organic Act contains what is familiarly known in other jurisdictions as a single subject restriction on bills passed in special session. Title 48 U.S.C. § 1423h provides, "No legislation shall be considered at any special session other than that specified in the call therefor or in any special message by the Governor to the legislature while in such session." If Substitute Bill No. 1 (2-S) had been passed during a regular session of the Legislature, the Organic Act's single subject restriction would not apply. However, because the call of the special session was called "for the sole purpose" of addressing the Governor's proposed budget bill, § 1423h does apply.

> The purpose of the single subject provision in a state constitution is to encourage an open, deliberative, and accountable government by limiting the practice of inserting a number of distinct and independent subjects into a single bill. It is intended to ensure that legislation is not passed without adequate consideration by the legislature and to prevent passage of a bill containing unrelated subjects and prevents a single enactment from becoming a "cloak" for dissimilar legislation having no necessary or appropriate connection with the subject matter. **The single subject requirement seeks to prevent grouping of incompatible measures, as well as pushing through unpopular legislation by attaching it to popular or necessary legislation. It prevents "logrolling," combining several proposals in a single bill so that legislators, by combining their votes, obtain a majority for a measure which would not have been approved if divided into separate bills....**
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> The mere fact that a bill embraces more than one topic is not fatal, for purposes of the state constitution's one-subject requirement for legislation, as long as a common purpose or relationship exists between the topics. Neither the act's length nor the number of provisions in the act is determinative of its compliance with the single subject rule; **what is dispositive is whether the provisions in the act have a natural and logical connection to a single subject. A piece of legislation violates the single subject rule when it contains unrelated provisions that by no fair interpretation have any legitimate relation to a single subject. An act may include all matters germane to the general subject, including the means reasonably necessary or appropriate to accomplishment of the legislative purpose without violating the single subject requirement.**

One-Subject Requirement, 73 Am.Jur.2d Statutes § 53 (emphasis added; citations in footnotes omitted).

"Multi-subject bills by their nature are subject to a greater susceptibility of smuggling and logrolling. They intermingle a variety of unrelated legislation which singly may not have the support of the majority and, thus, tend to reduce accountability to the public." *Davis v. Grover*, 166 Wis.2d 501, 519-29, 480 N.W.2d 460, 465 (Wis. 1992). "The single subject clause has as its 'primary and universally recognized purpose' the prevention of log-rolling by the Legislature, i.e., combining several proposals in a single bill so that legislators, by combining their votes, obtain a majority for a measure which would not have been approved if divided into separate bills." *Harbor v. Deukmejian*, 43 Cal.3d 1078, 1096, 742 P.2d 1290, 1300 (Cal. 1987) (citations omitted). "The constitutional requirement that every act embrace but one subject and matters properly connected therewith which shall be expressed in the title was designed to enable legislators and the public upon reading the title to know what to expect in the body of the act so that no one would be surprised as to the subjects dealt with by the act. **The title must be worded so that it puts people on notice as to the contents of the act. This does not mean, however, that the title must be a complete index to the act. Any provision having a natural connection with**

the title of the act is properly embraced in the act." *White v. Kaibab Road Improvement Dist.*, 113 Ariz. 209, 211, 550 P.2d 80, 82 (Ariz. 1976) (emphasis added; citations omitted).[2]

Section 39 of Chapter of XII of P.L. 31-077 which amends 5 GCA § 30113 is perhaps the quintessential violation of the single-subject rule. Its subject matter purporting to govern outside employment and the practice of law by employees of the Department of Law has nothing to do with revenue collection or appropriations. When viewed in comparison to the bill's title, the surrounding sections within Chapter XII, and the bill as a whole, Section 39's limitation on outside employment and prohibition on the outside practice of law by government attorneys is conspicuously out of place. The subject of Section 39 was in no way identified in the Governor's transmittal letter calling for a special session, the sole purpose of which was to addressing his proposed budget bill, and cannot credibly be argued to have been "specified in the call therefor or in any special message by the Governor to the legislature while in such session," 48 U.S.C. § 1423h. It is not germane to the purpose for which the special session was called. Having been passed in violation the Organic Act Section 39 was not duly enacted and is void.[3]

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[2] California and other jurisdictions have taken this principle a step further and apply it directly to all budget bills whether or not considered in special session. "Substantive law cannot be made in a budget bill. 'Budget bills that substantively change existing law violate the single-subject rule.' " *California School Boards Ass'n v. Brown*, 192 Cal.App.4th 1507, 1525-26, 122 Cal.Rptr.3d 674 (Cal.App. 2011) (quoting *San Joaquin Helicopters v. Department of Forestry*, 110 Cal.App.4th 1549, 1558, 3 Cal.Rptr.3d 246 (2003)) "[A] budget bill may deal only with the subject of appropriations and may not ... substantively amend and change existing statutory law." *Brown v. Chiang*, 198 Cal.App.4th 1203, 1219 n. 8, 132 Cal.Rptr.3d 48 (Cal.App. 2011) (citing *Planned Parenthood Affiliates v. Swoap*, 173 Cal.App.3d 1187, 1198–1199, 219 Cal.Rptr. 664 (1985). *Compare*, *United Auto Workers, Local Union 1112 v. Brunner*, 182 Ohio App.3d 1, 911 N.E.2d 327 (Ohio App. 2009) (affirming trial court's determination that inclusion of irrelevant provisions in a budget bill violated the single-subject rule); and *Washington State Legislature v. State*, 139 Wash.2d 129, 145, 985 P.2d 353, 362 (Wash. 1999) ("by their omnibus nature, budget bills offer too tempting a target for legislative logrolling").

[3] Canvassing cases from across the nation, the Florida Supreme Court has held that "when the legislature approves unconstitutional statutory language and simultaneously repeals its predecessor, then the judicial act of striking the new statutory language automatically revives the predecessor unless it, too, would be unconstitutional." *B.H. v. State*, 645 So.2d 987, 995 (Fla. 1994). "The apparently unanimous view of the jurisdictions addressing the problem is that a revival is proper and does not violate due process when the loss of constitutionally invalid statutory language will result in an intolerable hiatus in the law." *Id.*; *accord*, *Tucson Elec. Power Co. v. Apache County*, 185 Ariz. 5, 23, 912 P.2d 9, 27 (Ariz.App. 1995) ("It has long been recognized that an amendment of a statute, covering the same subject matter, implicitly repeals the earlier version. However, when a law that repeals a former law is found to be unconstitutional, and therefore void, the operative repeal of the former constitutional law also falls, with the effect that the prior version of the amending statute is automatically reinstated by operation of law....") (citation omitted) (*also citing* 1 Sutherland, *Statutory Construction*, § 2033 at 508 (3d ed. 1943) and 1A Sutherland, *Statutory Construction*, § 23.24 (5th ed. 1993) ("A legislative enactment which is unconstitutional cannot repeal by implication a prior statute, since a judicial declaration of invalidity eliminates the conflict which is the essential element of the repeal")). *See also* 1A Sutherland, *Statutory Construction*, § 23.37 (7th ed. 2011) ("If an amendatory act is wholly invalid, the statute sought to be amended remains in full force and effect.") (citations omitted); *Cookson v. Price*, 239 Ill.2d 339, 341, 941 N.E.2d 162, 164 (Ill. 2010) ("The effect of declaring a statute unconstitutional is to revert to the statute as it existed before the amendment."); *Ross v. Goshi*, 351 F.Supp. 949, 954 (D. Hawaii 1972) ("It is a general rule of application that, where an act purporting to amend and re-enact an existing statute is void, the original statute remains in force."); *State v. Bloss*, 64 Haw. 148, 637 P.2d 1117 (Hawaii 1981) (same);

Constitutional Concerns

Even if Section 39 of Chapter of XII of P.L. 31-077 amending 5 GCA § 30113 had been passed in a regular session and therefore did not violate the single-subject restriction contained in 48 U.S.C. § 1423h, it would likely be found to violate the United States Constitution. Retroactive application of the amended statute to lawyers who have already been approved by the Attorney General to engage in the outside practice of law before the law was amended will be subject to attack as a violation of the Contract Clause of the Constitution, Article I, Section 10, Clause 1 ("No State shall ... pass any ... Law impairing the Obligation of Contracts.").

> Whether a regulation violates the Contract Clause is governed by a three-step inquiry: "The threshold inquiry is 'whether the state law has, in fact, operated as a substantial impairment of a contractual relationship.' " Id. at 411, 54 S.Ct. 231 (quoting *Allied Structural Steel Co. v. Spannaus*, 438 U.S. 234, 244, 98 S.Ct. 2716, 57 L.Ed.2d 727 (1978)). If this threshold inquiry is met, the court must inquire whether "the State, in justification, [has] a significant and legitimate public purpose behind the regulation, such as the remedying of a broad and general social or economic problem," to guarantee that "the State is exercising its police power, rather than providing a benefit to special interests." *Id.* at 411-12, 54 S.Ct. 231 (citation omitted). Finally, the court must inquire "whether the adjustment of 'the rights and responsibilities of contracting parties is based upon reasonable conditions and is of a character appropriate to the public purpose justifying the legislation's adoption.' " *Id.* at 412-13, 54 S.Ct. 231 (quoting *United States Trust Co. v. New Jersey*, 431 U.S. 1, 22, 97 S.Ct. 1505, 52 L.Ed.2d 92 (1977)).

RUI One Corp. v. City of Berkeley, 371 F.3d 1137, 1147 (9th Cir. 2004) (quoting *Home Bldg. & Loan Ass'n v. Blaisdell*, 290 U.S. 398, 54 S.Ct. 231 (1934)).

Even if a legislative purpose could be articulated, unless made retroactive expressly or by necessary implication it is presumed that the law is intended to be applied prospectively only. *See,* 1 GCA § 702 ("No part of this Code is retroactive, unless expressly so declared.").

> There is a presumption against the retroactive application of statutes. *Immigration & Naturalization Serv. v. St. Cyr*, 533 U.S. 289 (2001). The "presumption against retroactive legislation is deeply rooted in our jurisprudence, and embodies a legal doctrine centuries older than our Republic. Elementary considerations of fairness dictate that individuals should have an opportunity to know what the law is and to conform their conduct accordingly." *Id.* at 316.
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> We have embraced this principle, stating that generally, there is a "presumption against retroactive application of new laws to pending cases." *Bank of Guam v. Reidy*, 2001 Guam 14 ¶ 16 n. 2. "As a rule, a statute is presumed to have only prospective effect unless it is made expressly retroactive or is retroactive by 'necessary implication.' " *In re Request of Twenty-Fourth Guam Legislature for Declaratory Judgment*, 1997 Guam 15 ¶ 15 (citation omitted).

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accord, Copp v. Redmond, 858 P.2d 1125, 1127 (Wyo. 1993); *and see Lily Lake Road Defenders v. County of McHenry*, 156 Ill.2d 1, 8, 619 N.E.2d 137, 140 (Ill. 1993) ("the repeal of the preempting statute revives or reinstates the preempted statute without express reenactment by the legislature").

Jenkins v. Montallana, 2007 Guam 12 ¶¶ 12,13. Therefore, the amendments to the statute do not, indeed cannot, apply to existing contractual relations that have already been approved by the Attorney General because retroactive application would violate the Contracts Clause.

Statutory Limitations on Extra-Territorial Application

"The authority and jurisdiction of the government of Guam extends to all places within its boundaries and, in certain circumstances specified in the Criminal and Correctional Code (Title 9 of this Code), to actions occurring outside of Guam's boundaries." 1 GCA § 401. This means that before and after it was amended 5 GCA § 30113 can only be applied to outside employment and the practice of law occurring within the territorial boundaries of Guam designated by 1 GCA § 402. Therefore, an attorney serving in the Department of Law who is licensed to practice law in jurisdictions beyond Guam is not prohibited from practicing law in those jurisdictions because the authority and jurisdiction of the government of Guam does not extend beyond its territorial boundaries.

Application of 5 GCA § 30113 to Members of the Armed Services Violates Federal Law and Conflicts with Guam Law

As amended, 5 GCA § 30113 provides for no exceptions. Thus, an attorney in the Department of Law who also serves in the Judge Advocate General's Corps of the National Guard or reserves would also run afoul of its prohibition on the outside practice of law. As applied to attorneys in Department of Law who also practice law on behalf of the uniformed services,[4] the absolute prohibition on the outside practice of law in 5 GCA § 30113 as amended violates the Uniformed Services Employment and Reemployment Rights Act ("USERRA"), Pub.L. 103–353, codified as amended at 38 U.S.C. §§ 4301–4335.

The purpose of USERRA is three-fold:

> (1) to encourage noncareer service in the uniformed services by eliminating or minimizing the disadvantages to civilian careers and employment which can result from such service;
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> (2) to minimize the disruption to the lives of persons performing service in the uniformed services as well as to their employers, their fellow employees, and their communities, by providing for the prompt reemployment of such persons upon their completion of such service; and
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> (3) to prohibit discrimination against persons because of their service in the uniformed services.

38 U.S.C. § 4301(a). "States and their political subdivisions, such as counties, parishes, cities, towns, villages, and school districts, are considered employers under USERRA. The District of Columbia, the Commonwealth of Puerto Rico, Guam, the Virgin Islands, and territories of the United States, are also considered employers under the Act." 20 C.F.R. § 1002.39.

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[4] *See*, 20 C.F.R. § 1002.6 ("USERRA's definition of 'service in the uniformed services' covers all categories of military training and service, including duty performed on a voluntary or involuntary basis, in time of peace or war. Although most often understood as applying to National Guard and reserve military personnel, USERRA also applies to persons serving in the active components of the Armed Forces. Certain types of service specified in 42 U.S.C. 300hh-11 by members of the National Disaster Medical System are covered by USERRA.")

Section 4302(b) of USERRA provides, "This chapter supersedes any State law (including any local law or ordinance), contract, agreement, policy, plan, practice, or other matter that reduces, limits, or eliminates in any manner any right or benefit provided by this chapter, including the establishment of additional prerequisites to the exercise of any such right or the receipt of any such benefit." *See*, 20 C.F.R. § 1002.7:

> (a) USERRA establishes a floor, not a ceiling, for the employment and reemployment rights and benefits of those it protects. In other words, an employer may provide greater rights and benefits than USERRA requires, but no employer can refuse to provide any right or benefit guaranteed by USERRA.
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> (b) USERRA supersedes any State law (including any local law or ordinance), contract, agreement, policy, plan, practice, or other matter that reduces, limits, or eliminates in any manner any right or benefit provided by USERRA, including the establishment of additional prerequisites to the exercise of any USERRA right or the receipt of any USERRA benefit.

We note as well that as applied to attorneys in the Department of Law who serve as attorneys in the armed forces 5 GCA § 30113 now conflicts with other parts of Guam law which guarantee that government employees will not be discriminated against as a result of their military service. *See*, 10 GCA § 63105 ("Any person who deprives a member of the National Guard of Guam of his employment, or attempts to prevent his being employed by himself or another, because said member of the Guam National Guard is such a member, or dissuades any person from enlisting in, or joining the Guam National Guard by threat of any sort, shall be deemed guilty of a violation and upon conviction thereof, shall be fined a sum not to exceed One Thousand Dollars ($1,000)."); and 4 GCA § 4119 ("All employees of the government of Guam who are members of the reserve components of the Department of Defense or Transportation, including, but not limited to, the United States Army, the United States Navy, the United States Marine Corps, the United States Air Force, the Army National Guard, the Air National Guard and the United States Coast Guard, shall be entitled to leaves of absence from their respective duties with the government of Guam without losses of time or efficiency ratings on all days during which they are engaged in active military duty ordered or authorized under the laws of United States.").

An Absolute Prohibition on the Practice of Law Outside the Department of Law Conflicts With Lawyers' Ethical Duties to Render Pro Bono Publico Service

What constitutes "the practice of law" is not defined by statute or court rule except by negative implication of those activities listed in 7 GCA § 9A215. Most of 7 GCA § 9A215 appears focused on providing services for compensation, direct or indirect. It is unclear whether the Legislature intended that "practice of law" in the amendments to 5 GCA § 30113 is limited to those matters where remuneration or compensation, direct or indirect, is involved or whether the Legislature intended it to mean everything that might conceivably come within the definition of the practice of law without regard to remuneration, including by way of example only, preparation of a will or power of attorney or deed for a family member, or preparation of documents and the provision of legal advice to non-profit organizations.

On its face, 5 GCA § 30113 as amended is an outright prohibition on provision of any legal service outside the Department of Law including those rendered *pro bono publico*, even if those services do not conflict with the lawyer's duties within the Department of Law. Assuming that no remuneration or compensation is involved, and assuming further that no government lawyer would be offering services where direct representation of a client requiring appearance on a client's behalf before a court or tribunal is required, § 30113 as amended is considerably broader than the prior law and has consequences we do

not imagine the Legislature intended. A literal reading of § 30113 directly conflicts with every attorney's professional obligations expressed in the Guam Rules of Professional Conduct, Rule 6.1 ("Every lawyer has a professional responsibility to provide legal services to those unable to pay. A lawyer should aspire to render at least (50) hours of *pro bono publico* legal services per year."). Without deciding the question here it is sufficient to note that the amended statute not only raises serious separation of powers concerns, but places every Department of Law attorney in the untenable position of having to choose between his and her continued employment and fulfilling his and her ethical and professional responsibilities as officers of the court and members of the Guam Bar.

5 GCA § 30113 As Amended Cannot Be Saved By Any Limiting Construction

Courts may impose a limiting construction on a statute "only if it is readily susceptible to such a construction." *Reno v. ACLU*, 521 U.S. 844, 884 (1997) (internal quotation marks and citation omitted). *See, also, Board of Airport Com'rs of Los Angeles v. Jews for Jesus, Inc.*, 482 U.S. 569, 575 (1987) (refusing to adopt a limiting construction because "the words of the resolution simply leave no room for a narrowing construction"); *Valle Del Sol Inc. v. Whiting*, 709 F.3d 808, 818 n. 3 (9th Cir. 2013) ("We will not apply a limiting construction that is contrary to the plain language of the statute."); and *Comite de Jornaleros de Redondo Beach v. City of Redondo Beach*, 657 F.3d 936, 947 (9th Cir. 2011) (en banc) ("It is true that, when analyzing a facial challenge, we must consider the [government's] authoritative constructions of the ordinance, including its own implementation and interpretation of it. Although we must consider the [government's] limiting construction ... we are not required to insert missing terms into the statute or adopt an interpretation precluded by the plain language of the ordinance.") (internal quotation marks and citations omitted), *cert. denied*, 132 S.Ct. 1566 (2012). Accordingly, we do not believe that 5 GCA § 30113 as amended can be salvaged by a limiting construction that carves out exceptions – for lawyers licensed to practice in jurisdictions beyond Guam's territorial borders; for lawyers engaged in the practice of law as part of their military service; or for lawyers who wish to fulfill their professional obligations to perform *pro bono public* service – that are not supported by the plain wording of the statute.

That is not to say that limitations on the outside practice of law by government or publicly funded attorneys will not be upheld *provided* they are reasonably tailored to the legitimate needs of the government. *See, e.g., Gibson v. Office of Attorney General, State of California*, 561 F.3d 920, 927-28 (9th Cir. 2009) ("Like the policy in *Williams*, which required an employee to obtain written permission from the agency before engaging in outside employment or business activities, 919 F.2d at 745, the OAG's policy here does not unduly restrict the constitutional rights of a state-employed lawyer. The policy does not prohibit all outside practice of law. The requirement to seek written permission before engaging in outside representation allows the OAG to assess whether the requested outside employment creates any conflict of interest or impedes any other legitimate interest of the state. There is a close and rational relationship between the policy and legitimate governmental interests: The OAG has a legitimate interest in regulating practice-related conduct of its lawyers to avoid any conflict of interest and to avoid any potential prejudice to the OAG and its clients, as well as a legitimate interest in ensuring that its employees are devoting their full attention to the business of the OAG. Further, the OAG's policy is even more permissive than the policy upheld in *Williams* in that the OAG's policy requires pre-approval only for the private practice of law, not for all outside employment and business activities.) (citing *Williams v. IRS*, 919 F.2d 745 (D.C.Cir.1990) (per curiam)).[5] Whereas the restriction on outside employment in 5

[5] *See, also, Legal Aid Soc. of Hawaii v. Legal Services Corp.*, 145 F.3d 1017, 1029 (9th Cir. 1998) ("It is true that longstanding LSC regulations generally prohibit the outside practice of law. *See* 45 C.F.R. pt. 1604 (1976). The purpose of this provision, which is common in government agencies, is to ensure that outside demands 'do not hinder fulfillment of the attorney's overriding responsibility to serve those eligible for assistance under the Act.' 45 C.F.R. § 1604.1. According to the LSC, the provision 'is

GCA § 30113 as originally enacted was limited to "outside employment which shall conflict with the duties of the Department of Law," the determination of which was committed to the sound discretion of the Attorney General and would therefore likely withstand muster if challenged in court, as amended the absolute prohibition on the private practice of law without limitation likely would not survive.

CONCLUSION

Section 39 of Chapter of XII of P.L. 31-077 is wholly unrelated to the purpose of the call of the special session in which it was introduced, specifically, to pass a proposed budget bill. It therefore violates the single-subject requirement of 48 U.S.C. § 1423h and is inorganic in its entirety. Even if the amendments to Guam law contained in section 39 were not inorganic, the statute can only be applied prospectively because if applied retroactively it would violate the Contracts Clause of the United States Constitution. As amended, 5 GCA § 30113 cannot be applied beyond the territorial limits of Guam's jurisdiction. If applied to military personnel within the Department of Law it would violate federal law and would conflict with Guam law guaranteeing the rights of government of Guam employees who serve in the military. And it conflicts with ethical duties and obligations imposed by a coordinate branch of government of Guam upon all lawyers admitted to practice before the courts of Guam. Finally, the present statute cannot be salvaged by any limiting construction not supported by its plain language.

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essential to insure that a legal services lawyer does not compete with lawyers in private practice, is not burdened by excessive court appointments,' and does not accept other commitments that might interfere with rendering quality full-time legal assistance to eligible clients. 41 Fed.Reg. 18,511, 18,512 (1976)."). *See generally*, 45 C.F.R. § 1604.4 (defining circumstances in which the private practice of law by Legal Services Corporation lawyers is permitted).