

[Date]

[Client Name]

[Client Address]

[City, State, Zip Code]

**RE: Engagement for [Description of Services]**

Dear [Client Name],

This letter sets forth the terms and conditions under which [Firm Name] ("the Firm") will provide professional services to [Client Name] ("the Client").

**1. Scope of Services**

The Firm will provide the following services: [Detailed description of services]. Any additional services requested will be subject to a separate agreement or amendment.

**2. Hourly Rates**

Our services will be billed on an hourly basis. The current rates for personnel assigned to this matter are as follows:

- [Partner/Principal Name]: \$[Rate] per hour
- [Associate/Staff Name]: \$[Rate] per hour
- [Administrative/Support]: \$[Rate] per hour

**3. Evergreen Retainer**

Upon execution of this letter, the Client shall provide an initial retainer payment of \$[Amount]. This is an "evergreen" retainer. The Firm will hold this amount in a trust account. We will apply our monthly fees and expenses against this retainer.

The Client agrees to replenish the retainer to its original balance of \$[Amount] within [Number] days of receiving a monthly invoice showing the application of funds. Failure to maintain the evergreen retainer balance may result in the suspension or termination of services.

**4. Invoicing and Expenses**

The Firm will provide monthly invoices detailing the work performed and expenses incurred (e.g., travel, filing fees, postage). All invoices are due upon receipt.

**5. Termination**

Either party may terminate this engagement at any time upon written notice. Upon termination, any unused portion of the retainer, after payment of all outstanding fees and expenses, will be refunded to the Client.

**6. Agreement**

Please indicate your acceptance of these terms by signing and returning a copy of this letter along with the initial retainer payment.

Sincerely,

[Your Name/Firm Representative]

[Firm Name]

---

**Accepted and Agreed:**

---

[Client Name]

Date: \_\_\_\_\_