

[Law Firm Name]
[Address]
[City, State, Zip]

[Date]

[Client Name]
[Client Title]
[Company Name]
[Address]

Re: Engagement for Outside General Counsel Services

Dear [Client Name],

This letter confirms the terms upon which [Law Firm Name] ("the Firm") will provide legal services to [Company Name] ("the Client") as Outside General Counsel.

1. Scope of Services

The Firm will provide day-to-day legal support, including but not limited to corporate governance, contract review, employment matters, and general risk management. This engagement does not include specialized litigation, intellectual property filings, or complex tax advice unless agreed upon in a separate writing.

2. Fees and Billing

The Client agrees to pay for services based on the following arrangement:
[Select one: Hourly rates ranging from \$ ___ to \$ ___ / A monthly flat fee of \$ ___ / Other].
Invoices will be issued monthly and are due within [Number] days of receipt.

3. Expenses

The Client will reimburse the Firm for reasonable out-of-pocket expenses incurred in connection with this representation, including filing fees, travel, and third-party research costs.

4. Conflict of Interest

The Firm has conducted a conflict check and is not currently aware of any conflicts that would prevent this representation. The Client agrees to notify the Firm of any potential conflicts that may arise during the engagement.

5. Client Responsibilities

The Client agrees to cooperate with the Firm, provide all necessary information, and keep the Firm informed of developments relating to the Client's business affairs.

6. Termination

Either party may terminate this agreement at any time upon written notice. Upon termination, the Client remains responsible for all fees and expenses incurred up to the date of termination.

7. Governing Law

This agreement shall be governed by the laws of the State of [State].

Please sign below to indicate your acceptance of these terms.

Sincerely,

[Attorney Name]
[Law Firm Name]

Agreed and Accepted:

Signature: _____

Name: [Authorized Signatory Name]

Title: [Title]

Date: [Date]