

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

[Date]

[Client Name]
[Client Address]
[City, State, Zip Code]

RE: Engagement for Outside General Counsel Services

Dear [Client Contact Name],

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

1. Scope of Services

The Firm will provide general corporate and business legal advice, which includes:

- [Specific Service 1, e.g., Contract review]
- [Specific Service 2, e.g., Employment law guidance]
- [Specific Service 3, e.g., Board meeting attendance]

This engagement does not include litigation, intellectual property filings, or [List Exclusions].

2. Flat Fee Arrangement

The Client agrees to pay a monthly flat fee of \$[Amount]. This fee is payable in advance on the [Day] of each month. This fee covers up to [Number] hours of legal work per month. Any hours exceeding this limit will be billed at a discounted rate of \$[Amount] per hour.

3. Expenses

The Client is responsible for out-of-pocket expenses such as filing fees, travel expenses, and third-party vendor costs. These will be billed separately at cost.

4. Term and Termination

This agreement begins on [Start Date] and will continue on a month-to-month basis. Either party may terminate this engagement upon [Number] days' written notice.

5. Client Responsibilities

The Client agrees to provide all necessary information, documents, and cooperation required for the Firm to perform its services effectively.

6. Conflicts of Interest

The Firm has conducted a conflict check and has determined that no conflicts currently exist. The Client agrees to notify the Firm immediately of any potential conflicts that may arise.

Please sign below to indicate your acceptance of these terms.

Sincerely,

[Attorney Name]
[Law Firm Name]

Accepted and Agreed:

By: _____

[Authorized Signatory Name]

Date: _____