

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

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

Re: Engagement for Subscription-Based Outside General Counsel Services

Dear [Client Contact Name],

This letter confirms the agreement between [Law Firm Name] ("the Firm") and [Client Name] ("the Client") for the provision of legal services on a subscription basis.

1. Scope of Services

The Firm will provide "Outside General Counsel" services, which include:

- General corporate governance and board advice.
- Review and drafting of commercial contracts.
- Employment law guidance and HR support.
- Intellectual property management.
- Routine legal consultations and correspondence.

2. Exclusions

This subscription does not include: litigation, major mergers and acquisitions, specialized tax advice, or international patent filings. These services will be billed separately under a different fee arrangement.

3. Subscription Fee

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

4. Term and Termination

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

5. Expenses

The Client is responsible for out-of-pocket expenses such as filing fees, courier charges, and travel costs. These will be invoiced monthly at cost.

6. Professional Relationship

The Firm will maintain professional liability insurance and adhere to all ethical rules. No specific outcome is guaranteed.

Please sign below to indicate your acceptance of these terms.

Sincerely,

[Partner Name]

[Law Firm Name]

Accepted and Agreed:

[Name of Authorized Signatory]

[Title]

[Date]