

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

[Date]

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

Re: Limited Scope Outside General Counsel Engagement Letter

Dear [Client Name],

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

1. Scope of Services

The Firm's representation is limited to the following specific legal matters:

- Review and drafting of routine commercial contracts.
- General corporate governance advice and board minutes.
- Employment law consultations regarding internal policies.
- [Insert Additional Specific Task or "None"].

Any matter not specifically listed above is excluded from this representation. This engagement does not include litigation, intellectual property filings, or tax advice unless agreed upon in a separate written addendum.

2. Fees and Billing

The Client agrees to compensate the Firm as follows:

- **Hourly Rate:** \$[Amount] per hour for partners and \$[Amount] per hour for associates.
- **Monthly Retainer:** A flat fee of \$[Amount] per month for up to [Number] hours of work.
- **Expenses:** Client shall reimburse the Firm for out-of-pocket expenses including filing fees and travel.

Invoices will be issued monthly and are due within [Number] days of receipt.

3. Client Responsibilities

The Client agrees to provide all necessary information, documentation, and access to personnel required for the Firm to perform the services. The Client must notify the Firm immediately of any changes in business operations affecting the scope of work.

4. Term and Termination

Either party may terminate this agreement at any time upon [Number] days' written notice. Upon termination, the Client remains responsible for payment of all services rendered up to the date of termination.

5. Conflicts of Interest

The Firm has conducted a conflict check and, at this time, no conflicts exist. The Client acknowledges that the Firm represents other clients in unrelated matters.

Please sign below to indicate your acceptance of these terms.

Sincerely,

[Attorney Name]
[Law Firm Name]

Accepted and Agreed:

Signature: _____

Name: [Authorized Representative Name]

Title: [Title]

Date: _____