

[Law Firm Letterhead]

[Date]

[Name of Board Member/Director]

[Address]

[City, State, Zip Code]

Subject: Board Representation and Governance Letter

Dear [Name],

This letter outlines the terms and responsibilities regarding your representation of [Client Name/Organization] as a member of the Board of Directors, in connection with the legal services provided by [Law Firm Name].

1. Duty of Care and Loyalty

As a representative, you agree to act in good faith, with the care an ordinarily prudent person would exercise in a similar position, and in a manner you reasonably believe to be in the best interests of the organization.

2. Conflict of Interest

You are required to disclose any existing or potential conflicts of interest that may arise between your personal or professional interests and those of the organization. You must abstain from voting on matters where a conflict exists.

3. Confidentiality

All non-public information, board deliberations, and legal strategies discussed during your tenure are strictly confidential. This obligation continues after your service on the board has ended.

4. Compliance and Legal Oversight

Our firm will provide guidance to ensure that board actions comply with applicable federal and state laws, the organization's bylaws, and its articles of incorporation.

5. Reporting

You agree to provide regular updates to the firm regarding material changes in the organization's governance structure or financial status that may impact legal standing.

6. Term

This governance agreement is effective as of [Start Date] and shall remain in effect until your resignation, removal, or the termination of our legal representation.

Please acknowledge your agreement to these terms by signing below.

Sincerely,

[Partner Name]
[Law Firm Name]

Acknowledgment:

[Name of Board Member]
Date: _____