

[Date]

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

[Board Member Name]  
[Home/Business Address]  
[City, State, Zip]

## **Re: Conflict of Interest Waiver for Concurrent Representation**

Dear [Name of Company Representative] and [Name of Board Member],

This letter confirms that [Law Firm Name] (the "Firm") has been asked to represent both [Company Name] (the "Company") and [Board Member Name] (the "Board Member") in connection with [Describe Specific Matter, e.g., an internal investigation, a third-party lawsuit, or a specific transaction].

### **1. Potential Conflict of Interest**

Under applicable rules of professional conduct, a conflict of interest may exist when a law firm represents two clients whose interests may potentially diverge. While the Company and the Board Member currently share a common interest in [Describe Common Goal], it is possible that their interests could become adverse in the future regarding [Describe Potential Divergence, e.g., indemnification claims, allocation of fault, or testimony].

### **2. Disclosure of Information**

In a joint representation, any information shared by one client with the Firm related to this matter may be shared with the other client. There is no expectation of confidentiality between the Company and the Board Member regarding this specific engagement.

### **3. Withdrawal**

If a direct and irreconcilable conflict arises between the Company and the Board Member during this representation, the Firm may be required to withdraw from representing one or both parties. In such an event, each party may need to retain separate legal counsel at their own expense.

### **4. Waiver**

By signing this letter, both the Company and the Board Member acknowledge that they have been informed of the potential risks associated with joint representation. Both parties hereby waive any conflict of interest arising from the Firm's concurrent representation in this matter and consent to the Firm acting as counsel for both parties.

Please indicate your consent by signing below.

Sincerely,

[Attorney Name]  
[Law Firm Name]

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## **CONSENT AND WAIVER**

The undersigned have read the foregoing and hereby consent to the joint representation as described above.

For [Company Name]:

\_\_\_\_\_  
Name: [Authorized Signatory Name]  
Title: [Title]

For the Board Member:

\_\_\_\_\_  
Name: [Board Member Name]