

**CONTRACT PROJECT  
LETTER OF UNDERSTANDING**  
*(Sample – Modify as appropriate)*

Re: [Contract Project]

Dear [Name]:

The purpose of this letter is to confirm our conversation of [date]. We have agreed that I will work on [project description] as a contract lawyer under your direct supervision.

We have agreed that I will handle this matter [for an hourly contract rate of \$ \_\_\_\_\_ per hour at a flat project rate of \$ \_\_\_\_\_]. We have agreed that the project should be accomplished in approximately \_\_\_\_\_ hours and will be due by \_\_\_\_\_. Should either the stated time or deadline prove to be impractical, we each agree to notify the other at once and, if possible, negotiate a new deadline, scope of assignment, and rush premium, as appropriate. You will pay me within [30 days] of the date of my invoices.

I [will/will not] work on site and [will/will not] have the use of your equipment and support staff. I will deliver all work product to you as [specify format] via [specify method]. [You will provide me with access to the full client file, which I will return to you at the completion of the contract project.] I will use my own computerized legal research provider. /or/ I will use your computerized legal research provider and you will provide me with a guest account.

I agree to abide by the Oregon Rules of Professional Conduct with respect to the confidentiality of all client information I may learn in the course of this project.

I agree to add [insert names of all parties] to my conflict system and to notify you immediately if I become aware of an actual or potential conflict of interest. You agree that it is your responsibility to promptly provide me with the names of any additional parties whose names should be added to my conflict list, so that I may run a conflict check on their names.

[If applicable: It is further understood that I do not carry malpractice coverage from the Professional Liability Fund because I am working as an exempt contract attorney under your direct supervision.]

Thank you for the opportunity to assist you as a contract attorney. If you have any questions, please feel free to call.

Very truly yours,

[Contract Attorney]

## IMPORTANT NOTICES

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