Form Waiver of Conflict of Interest Letter

Date: \_\_\_\_\_\_\_\_\_\_\_\_\_\_

**Via Electronic Mail to** **conflictwaivers@utsystem.edu**

Daniel H. Sharphorn

Vice Chancellor and General Counsel

Office of General Counsel

210 West 7th Street

Austin, Texas 78701

Re: Consent to Represent **[name of potential client]** and Waiver of Conflicts of Interest

Dear Mr. Sharphorn:

This letter requests your consent for [ ] (the “Firm”) to represent **[name of potential client]** in connection with **[description of the specific legal services to be provided to potential client]** (the “Matter”), in accordance with paragraphs 9.8.3 and 9.8.4 of our Outside Counsel Contract.

As you know, we represent The University of Texas System in a variety of issues pertaining to \_\_\_\_\_ law, unrelated to our representation of **[name of potential client]**. We are not aware of any confidential information in our possession in connection with our representation of UT System that pertains to the Matter to which this request relates. In fact, it is our opinion, after due investigation, that none of the issues on which we have represented or currently represent UT System appear to be substantively related to the Matter to which this request relates. If we become aware of any such information in our possession, we will immediately notify you and take appropriate steps to implement an ethical screen to prevent the transmittal of that information to our attorneys working on such Matter. Further, no attorneys or staff working on any UT System issues will work on the Matter. If any of the attorneys working on the Matter inadvertently obtains access to files of or information about UT System, we will immediately inform you.

If a dispute arises in connection with the Matter that results in litigation, arbitration, administrative, or other adversarial proceedings, the Firm will not represent **[name of potential client]** in that dispute without seeking additional consent from UT System.

This consent and waiver of potential conflicts is limited to the Matter. The Firm understands and agrees that UT System is not consenting to any representation other than the Matter. If you consent to the representation of **[name of potential client]** described in this letter, please sign below and return an executed copy to me.

Thank you for your time and your consideration of this request.

Very truly yours,

[Attorney Name]

[Firm Name]

AGREED TO AND ACCEPTED:

\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

Daniel H. Sharphorn

Vice Chancellor and General Counsel