

Four Sample Non-Engagement Letters

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Meet Mark:

Mark Bassingthwaighte, Esq., serves as Risk Manager at [ALPS](#), a leading provider of insurance and risk management solutions for law firms. Since joining ALPS in 1998, Mark has worked with more than 1200 law firms nationwide, helping attorneys identify vulnerabilities, strengthen firm operations, and reduce professional liability risks.

He has presented over 700 continuing legal education (CLE) seminars across the United States and written extensively on the topics of risk management, legal ethics, and cyber security.

A trusted voice in the legal community, Mark is a member of the State Bar of Montana and the American Bar Association and holds a J.D. from Drake University Law School. His mission is to help attorneys build safer, more resilient practices in a rapidly evolving legal environment.



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Letter 1 – Capacity / Workload Declination

[Date]

[Prospective Client Name]

[Mailing Address]

[City, State, Zip]

Re: Declination of Service – [Brief Description of Matter]

Dear [Name],

Thank you for taking the time to meet with me on [date] to discuss your potential matter involving [brief description]. I appreciated the opportunity to learn more about your situation.

After careful consideration, our firm will not be able to represent you in this matter. This decision is based on our current workload and the level of time and attention we believe would be necessary to properly handle your matter.

To avoid any misunderstanding, please know that **no attorney-client relationship has been formed**. Any comments made during our meeting were preliminary in nature, based on limited information, and **should not be relied upon as legal advice**. We have not conducted a full investigation or analysis and express no opinion regarding the merits of your matter.

Because we are not representing you, **we will not be taking any action on your behalf and will not monitor or protect any deadlines** that may apply to your matter. You should promptly consult with another attorney of your choosing to protect your interests. Legal claims are often subject to strict time limits, and delay could affect your rights.

We are returning the materials you provided. **We have retained no copies.**

Optional – Referral Plug-In: If helpful, you may wish to contact [local/state bar association lawyer referral service].



Thank you again for considering our firm. I wish you the best as you move forward.

Warm regards,

[Attorney Name]

Enclosures (if any)

Letter 2 – Conflict of Interest Declination

[Date]

[Prospective Client Name]

[Mailing Address]

[City, State, Zip]

Re: Conflict of Interest Notice - [Brief Description of Matter]

Dear [Name],

Thank you for taking the time to meet with me on [date] to discuss your potential matter involving [brief description]. I appreciated the opportunity to learn more about your situation.

After review, we are unable to represent you in this matter due to a conflict of interest. Accordingly, we must decline representation.

To avoid any misunderstanding, please know that **no attorney-client relationship has been formed**. Any information shared during your consultation will be maintained in confidence consistent with our professional obligations; however, **we are not able to provide legal advice or assistance in this matter, and nothing discussed should be relied upon as legal advice**.

If you wish to move forward with this matter, I encourage you to contact another lawyer promptly. Even when a matter does not appear time-sensitive, delays can complicate or limit your options. A different attorney can advise you on any deadlines or next steps.





Though we regret we could not undertake this project at this time, I hope you will consider [Firm Name] for any future legal work.

If you need help finding another lawyer, you may wish to contact [local/state bar association lawyer referral service].

Thank you again for considering our firm. I wish you the best.

Sincerely,

[Attorney Name]

Enclosures (if any)

Letter 3 – Declination After Initial Review / Potential Deadline Concern

[Date]

[Prospective Client Name]

[Mailing Address]

[City, State, Zip]

Re: Clarification of Non-Representation – Time Sensitive Matter - [Brief Description of Matter]

Dear [Name],

Thank you for meeting with me to discuss your legal concerns regarding [brief description]. I want to follow up in writing to make sure there is no confusion about my role.

Although we met and discussed your situation, I will not be representing you in this matter. Any comments or impressions I shared during our conversation were preliminary only and not based on a full review of the facts or applicable law. I have not conducted an investigation, and I am not offering an opinion on the strength or value of any potential claim.

To avoid any misunderstanding, please know that **I am not your attorney, and no attorney-client relationship has been formed.**





Important – Time-Sensitive Matter: Based on our limited discussion, your matter may involve legal claims that are subject to strict deadlines. For example, it appears your situation may relate to [general type of claim], which is often governed by time limits that may begin to run from [general triggering event]. **I have not verified the applicable deadline and may be incorrect.**

Because I am not representing you, **I will not take any action on your behalf and will not monitor or calculate any deadlines.** Failure to act within the required time may result in the loss of rights. You should **immediately consult with another attorney** to determine what deadlines apply and what steps must be taken.

I am returning the documents you provided. I have not kept copies, whether paper or electronic, and I have not discussed your matter with anyone outside this office.

[Optional – Referral Plug-In: You may wish to contact [local/state bar lawyer referral service] or the following attorneys: [insert names], although I make no representations regarding them.]

Thank you again for meeting with me. I wish you the best moving forward.

Sincerely,

[Attorney Name]

Enclosures (if any)



Letter 4 — Declination of the No Response After Consult Prospective Client

[Date]

[Prospective Client Name]

[Address]

[City, State, Zip]

Re: Follow-Up to Our Recent Consultation

Dear [Name]:

I'm writing to follow up on our recent consultation regarding [brief description of matter]. Since our meeting, I have not heard back from you about whether you would like to move forward with representation.

To avoid any misunderstanding, I want to make sure you are clear about my role. At this time, **I am not your attorney, and no attorney-client relationship has been formed.** I have not taken any action on your behalf, and I will not be doing so unless we both sign a written engagement agreement.

Any thoughts or impressions I shared during our meeting were preliminary only and not based on a full review of the facts or applicable law. I have not conducted an investigation, and I am not offering an opinion on the merits of any potential claim.

If you wish to pursue this matter, I encourage you to contact another lawyer promptly. Many legal issues involve deadlines and missing one can limit or completely prevent you from pursuing a claim. Another attorney can help you determine what deadlines apply and what steps you may need to take.

I am returning the materials you provided. We have not kept copies, whether paper or electronic, and I have not discussed your matter with anyone outside this office.

[Optional – Referral Plug-In: If helpful, you may wish to contact [local/state bar lawyer referral service].



I appreciate your interest in our firm and wish you the best.

Sincerely,

[Attorney Name]