

CORPORATE MINUTE CHECKLIST

ITEMS NEEDING AUTHORIZATION
BY CORPORATE MINUTES

Please circle all appropriate items, fill out the attached questionnaire, attach copies of supporting documents (i.e. leases, contracts, letters, etc.), and provide any additional pertinent information.

1. Lease of Real Property
2. Purchase/Sale of Real Property
3. Purchase/Lease of Equipment
4. Corporate Borrowing of Money
5. Loans to any Corporate Employee (Other than Short-Term Payroll Advances)
6. Declaration of Dividends
7. Acquisition or Modification of any Corporate Insurance Program or Policy
8. Opening or Closing of Corporate Offices
9. Change in Fees for Services Rendered or Products Offered to Customers
10. Modification or Additions to Services or Products Being Offered
11. Change in Corporate Officers

12. Change in Corporate Directors
13. Declaration of pension or Profit-Sharing Plan Contribution
14. Change in Compensation to Any Corporate Officer or Supervisor
15. Bonuses Paid to Any Corporate Employee
16. Contracts of a Substantial Nature Between the Corporation and Others
17. Change in Ownership of Corporate Stock
18. Any Extraordinary Transactions or Decisions or Items Which Must Be Memorialized in Writing to Protect the Corporation, Shareholders, Officers or Directors from Liability

CORPORATE RESOLUTIONS INFORMATION QUESTIONNAIRE

1. Lease of Real Property

- a. Name and address of each of the parties to the lease

- b. Lease term

- c. Amount of Rental

- d. Location

- e. Date of the lease

2. Purchase/Sale of Real Property

- a. Name and address of each of the parties to the Purchase/Sale

- b. Purchase/Sale Price

- c. Terms of Purchase/Sale, i.e., payment terms

d. Location

e. Date of the Purchase/Sale

3. Purchase/Lease of Equipment

a. Name and address of each of the parties to the purchase/lease

b. Description of the equipment

CORPORATE RESOLUTIONS INFORMATION QUESTIONNAIRE CONTINUED

c. Purpose it is to be used for

d. If a lease:

(1) Lease term

(2) Amount of rental

e. If a purchase:

(1) Purchase price

(2) Terms of purchase, i.e., payment

f. Date of the purchase/lease

4. Corporate Borrowing of Money

a. Name and address of the lending party

b. Amount borrowed

c. Term

d. Interest rate

e. Payment schedule

f. Purpose

g. Date of the Loan

CORPORATE RESOLUTIONS INFORMATION QUESTIONNAIRE CONTINUED

5. Loans to any Corporate Employee (Other than Short-Term Payroll Advances)

a. Name of employee

b. Amount loaned

c. Term of loan

d. Interest rate

e. Payment schedule

f. Date of the loan

6. Declaration of Dividends

a. Amount per share for each class of stock, and aggregate amount

b. Type of payment

- c. Source of payment

- d. Record date for eligible shareholders

- e. Payment date

CORPORATE RESOLUTIONS INFORMATION QUESTIONNAIRE CONTINUED

7. Acquisition or Modification of any Corporate Insurance Program or Policy

- a. Name of insurer

- b. Type of insurance

- c. Covered party or parties

- d. Whether it was an acquisition or modification

- e. Effect, if any, on prior insurance

- f. Date

8. Opening or Closing of Corporate Offices

- a. Whether it was an opening or closing

- b. Address of the offices

- c. Effective date

- d. Please Note: If this is an opening of an additional office, there is the likelihood of a lease/purchase of real property, in which case either number 1 or 2, above, would be applicable.

CORPORATE RESOLUTIONS INFORMATION QUESTIONNAIRE CONTINUED

9. Change in Fees for Services Rendered or Products Offered to Customers

- a. Nature of the change

- b. Services or products affected

- c. Effective date

10. Modification or Additions to Services or Products Being Offered

- a. Whether it was a modification or addition

- b. Nature of the modification or addition

- c. Effective date

11. Change in Corporate Officers

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- a. Name of resigning officer, office held and date of resignation

- b. Name of new officer and date of election

- c. Please Note: Where there is a change in officers there may be additional questions to be answered with respect to employee compensation, number 14, below.

CORPORATE RESOLUTIONS INFORMATION QUESTIONNAIRE CONTINUED

12. Change in Corporate Directors

a. Name of resigning director

b. Date of resignation

c. Name of new director

d. Date of election

13. Declaration of pension or Profit-Sharing Plan Contribution

a. Formal name of plan per trust document

b. Amount of company contribution

c. Plan year for which contribution is being made

d. Date payment to be made

e. To whom payment to be made (name plan custodian)

14. Change in Compensation to Any Corporate Officer or Supervisor

a. Employee's name and position

b. Old compensation

c. New compensation

CORPORATE RESOLUTIONS INFORMATION QUESTIONNAIRE CONTINUED

d. Effective date

e. Reason for change, i.e., new duties, qualifications, etc.

15. Bonuses Paid to Any Corporate Employee

a. Employee's name and position

b. Amount

c. Period for which bonus attributable

d. Date to be paid

e. Reason for bonus

16. Contracts of a Substantial Nature Between the Corporation and Others

a. Name and address of each of the parties

- b. Subject of the contract

- c. Major terms of contract, i.e., term, money, services and other items to be rendered and received by the corporation

- d. Date of the contract

CORPORATE RESOLUTIONS INFORMATION QUESTIONNAIRE CONTINUED

17. Change in Ownership of Corporate Stock

- a. New shareholder name and address
- b. Number of shares transferred or issued
- c. Total money and/or property received by company for stock issued
- d. Effective date of transfer
- e. Stock certificate number(s) issued
- f. Stock certificate number(s) surrendered and canceled

18. Extraordinary Transactions and Matters Taken for Protection

Confer with legal counsel concerning this. This may include such matters as documenting the cause for dismissal of an employee, revocation or authorization of

agent's powers, employment of professional services, etc.

19. Additional

comments:
