



# AMC International Law Associates

SAMPLE

MINUTES OF ORGANIZATIONAL MEETING



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**MINUTES OF THE ORGANIZATIONAL MEETING OF THE BOARD OF DIRECTORS**

\_\_\_\_\_  
Name of Corporation

The organizational meeting of the Board of Directors of \_\_\_\_\_ was held at \_\_\_\_\_ o'clock a.m. on the \_\_\_\_\_ day of \_\_\_\_\_, 200 \_\_\_\_, at \_\_\_\_\_ in the city of \_\_\_\_\_, state of \_\_\_\_\_.

The following directors were present in person at the meeting:

Name	Address	Number of Shares
_____	_____	_____
_____	_____	_____

The above members constitute all of the directors of the corporation.

By majority vote, \_\_\_\_\_ was elected Chairman of the Board, and \_\_\_\_\_ was elected Secretary of the meeting.

The Secretary presented the written Waiver of Notice of the First Meeting of the Board of Directors signed by all of the directors.

The Secretary next presented and read to the meeting the Minutes of the First Meeting of the Incorporators, which were then, upon motion duly made, seconded and unanimously approved and ratified.

The Secretary next presented and read to the meeting the bylaws, which were then, upon motion duly made, seconded, and unanimously approved and ratified.

The Chairman then accepted as nominations for the appointment of officers the following persons, said officers to serve until their respective successors should be appointed and qualify.

President \_\_\_\_\_  
Vice President \_\_\_\_\_  
Secretary \_\_\_\_\_  
Treasurer \_\_\_\_\_

No other nominations were made, and the Secretary polled the vote, which unanimously elected to the offices indicated above those persons so nominated, to serve until their respective successors shall be elected and qualify.

Upon motion duly made, seconded, and approved, the annual salaries of the officers, payable in 12 equal monthly installments in arrears, were individually approved, unanimously.

President \$ \_\_\_\_\_  
Vice President \$ \_\_\_\_\_  
Secretary/Treasurer \$ \_\_\_\_\_

Upon motion duly made, seconded, and approved, the directors approved the form of stock certificate and corporate seal as adopted by the subscribers and directed the Secretary to include an imprint of the corporate seal at the end of these minutes.

Upon motion duly made, seconded, and approved, it was

RESOLVED, that the Board of Directors be and it hereby is authorized in its discretion to issue the capital stock of this corporation to the full amount or number of shares authorized by the Articles of Incorporation, in such amounts and for such considerations in cash, property, or services as may from time to time be determined by the Board of Directors and as may be permitted by law.

Upon motion duly made, seconded, and approved, it was

RESOLVED, that the president be authorized and directed to open an account with the \_\_\_\_\_ bank.

Upon motion duly made, seconded, and approved, the meeting was adjourned.

\_\_\_\_\_  
Secretary of the Meeting

Approval of minutes

\_\_\_\_\_

\_\_\_\_\_

\_\_\_\_\_  
Signatures of all present