**MINUTES OF THE**

**BOARD OF DIRECTORS MEETING**

**OF**

**{*Company Name*}, INC.**

**{*Date*}**

A meeting of the board of directors of {*Company Name*}, INC., a {*State*} corporation, was held at {*Time}* p.m. on {*Date*} at {*City*-*Location*}, {*State*}.

The following directors were present, constituting all of the members of the board: , , , , , and . {Name}, legal counsel for the corporation, also attended. , president of the corporation, presided.

# **PRINCIPAL PLACE OF BUSINESS**

The Board of Directors discussed the corporation’s move to new headquarters and determined that it would ratify and approve such move. After discussion, the following resolutions were unanimously approved:

RESOLVED, that the location of the principal executive office of the corporation is fixed at , effective [insert date of move]; and

RESOLVED FURTHER, that the secretary of the corporation is hereby instructed to provide notice of this change of principal office to the {*State*} Secretary of State and to any other government agencies requiring such notice (unless notice has already been provided).

# **RESIGNATION OF AND ELECTION OF AS SECRETARY**

The Board of Directors next discussed the office of secretary of the corporation. After discussion, the board accepted the resignation of as secretary and unanimously elected secretary, pursuant to Section of the bylaws, effective immediately.

# **APPROVAL OF CONTRACT**

The Board of Directors next reviewed and discussed the proposed contract between , LLP and the corporation for provision of outsourced financial management services. After discussion, the following resolution was approved with one negative vote, cast by :

RESOLVED, that the Outsourced Financial Services Contract, dated {*Date*} and presented by the corporation’s management to the Board of Directors on {*Date*} is hereby ratified and approved, and management is instructed to take such actions as may be reasonably necessary to effect execution thereof.

**DATE FOR ANNUAL MEETINGS OF SHAREHOLDERS AND DIRECTORS**

The Board of Directors next discussed the date for the annual meeting of the shareholders and agreed that such meetings be moved to . After discussion, the following resolutions were unanimously approved:

RESOLVED, that the annual meeting of the shareholders of the corporation be held on the of each year, or on the next regular business day if that day falls on a Saturday, Sunday, or holiday; and

RESOLVED FURTHER, that the annual meeting of the Board of Directors of the corporation be held immediately after the annual meeting of the shareholders, in the same place.

 There being no further business, the meeting was adjourned at {*Time*} p.m.

Secretary

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