

QUESTIONNAIRE FOR THE PREPARATION OF
BYLAWS FOR A CALIFORNIA CORPORATION



1. Name of the Corporation: _____

Note: Must match the name listed in the Articles of Incorporation

2. Principal Office Location: _____

3. Initial Incorporator(s):

i) Name: _____

Address: _____

ii) Name: _____

Address: _____

4. Shareholder Meetings:

• Date of Annual Shareholder Meeting: _____

• Place of Annual Shareholder Meeting: _____

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5. Board of Directors:

The Board of Directors is the primary governing body of the organization. There must be at least three Directors, unless there are only one or two shareholders. If this is the case, the number of directors cannot be less than the number of shareholders.

- Number of Directors:

- Specific Number? How many: _____

- Maximum Number of Directors: _____

- Minimum Number of Directors: _____

- Director Names:

- (i) Director 1's name: _____

- (ii) Director 2's name: _____

- (iii) Director 3's name: _____

- (iv) Director 4's name: _____

- (v) Director 5's name: _____

- Election of Directors (If other than at the Annual Shareholder Meeting):

- Term of Directors:

- One year (Recommended) If other, specify length: _____

6. Director Meetings:

- Date of Annual Meeting: _____

- Place of Annual Meeting: _____

- Tiebreak Procedures for Director Deadlock: _____

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7. Director Voting Power

- Amendment of the Bylaws:
 - Simple Majority (recommended) Super majority Unanimous
- Election of the Chairman of the Board:
 - Simple Majority (recommended) Super majority Unanimous
- Election of the officers:
 - Simple Majority (recommended) Super majority Unanimous
- Incur liabilities in excess of \$2,500.00:
 - Simple Majority (recommended) Super majority Unanimous
- Enter into or commit to a contract with a third party including any employment relationships with independent contractors that would result in an obligation in excess of \$2,500.00
 - Simple Majority (recommended) Super majority Unanimous
- Hire or fire any employee
 - Simple Majority (recommended) Super majority Unanimous
- Amend the Articles of Incorporation
 - Simple Majority (recommended) Super majority Unanimous
- Admit new shareholders
 - Simple Majority Super majority Unanimous
- Enter into any agreement obligating any Shareholder to find or contribute additional capital
 - Simple Majority Super majority Unanimous (recommended)
- Make or guarantee a loan or to increase its personal liability either to the corporation or to third parties
 - Simple Majority Super majority Unanimous (recommended)

- Invest the assets of the corporation
 - Simple Majority Super majority Unanimous (recommended)

- Merge the corporation with any other company (LLC, limited partnership or corporation)
 - Simple Majority Super majority Unanimous (recommended)

- Issue corporate dividends
 - Simple Majority Super majority Unanimous (recommended)

- Create a committee of Directors
 - Simple Majority Super majority Unanimous (recommended)

8. Officers:

- President (Required)
Name: _____

- Secretary (Required)
Name: _____

- Treasurer/Chief Financial Officer (Required)
Name: _____

- Vice Presidents (Optional):
VP 1 Name: _____
VP 2 Name: _____
VP 3 Name: _____

- Subordinate Officers (Optional):
Indicate Position Title along with the names of each person fulfilling position:

9. Compensation of Directors and Officers

- Director 1: No (Recommended) Yes If yes, how much: \$_____
- Director 2: No (Recommended) Yes If yes, how much: \$_____
- Director 3: No (Recommended) Yes If yes, how much: \$_____
- Director 4: No (Recommended) Yes If yes, how much: \$_____
- Director 5: No (Recommended) Yes If yes, how much: \$_____
- President: No (Recommended) Yes If yes, how much: \$_____
- Secretary: No (Recommended) Yes If yes, how much: \$_____
- Treasurer: No (Recommended) Yes If yes, how much: \$_____

Other: _____