

- (7) You should obtain a waiver of notice of the board of director's meeting signed by every director prior to holding any meeting. This serves as written evidence of the approval of the meeting by all directors and eliminates the necessity of sending registered notices of each meeting. Your attorney can explain this in detail.
- (8) Attendance of every director at each meeting should be kept by the secretary.

The following language is commonly used to open and close a meeting of the board of directors. Included in this language is an illustrative resolution that was used to approve the employment of an executive director. (This resolution is incomplete legally, and should not be used verbatim in any case.)

MINUTES OF THE REGULAR MEETING OF THE BOARD OF DIRECTORS

A meeting of the Board of the Directors of the _____ Foundation, Corporation Not-for-Profit, duly authorized under the laws of the State of _____, said Directors properly holding office under the Bylaws, was held on _____ at the hour of _____, at _____ pursuant to waiver of notice executed by all members of the Board of Directors.

The following members of the Board of Directors were present in person:

Upon motion duly made and seconded, the following resolution was unanimously adopted:

RESOLVED: That the offer of _____ to serve as Executive Director of the _____ Foundation, communicated by letter dated _____ is hereby accepted. The Executive Director shall serve until further notice is given by either the Board of Director or the Executive Director to terminate their relationship.

There being no further business to come before the meeting, a motion duly made and seconded and carried, the meeting was declared adjourned.

Secretary (SEAL)

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