

Awake Founder Governance Implementation Guide

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These documents are general templates, not legal advice. Before using any document for any real-world purpose, every party must have their own independent legal counsel review and approve it for their circumstances and applicable law. Do not sign, rely on, or otherwise use a document without that approval. No attorney-client relationship is created.

Coordinate corporate and holding-LLC protections with actual instruments and approvals.

Reference edition. Complete all fields, choose every alternative, reconcile companions and remove drafting instructions before execution. The separate fill-in edition omits this publication introduction.

Commercial Terms

Company and ownership path: [direct-stock corporation / California holding LLC plus Delaware corporation]. Actual governing instruments: [versions]. Closing coordinator: [name].

Direct stock path

Confirm formation, charter, bylaws, board appointments, founder purchases, IP transfers and cap table. Implement agreed nomination, information, reserved-matter, transfer, co-sale and drag rights in valid signed corporate instruments. Incoming holders execute required joinders. Founder promises alone do not bind outsiders or override director duties.

Holding structure path

Confirm both entities, actual LLC membership, operating agreement, tax classification and the LLC's corporate holdings. Corporate approvals implement protections where needed. Later corporate stockholders do not automatically join the LLC. Track direct corporate stock and indirect founder economics separately, and use the holding agreement's tax/ownership records.

Approval and closing checklist

[Document; approving body; affected-party consent; signatory; consideration; effective date; evidence; remaining condition]. Complete board/shareholder actions through the actual lawful process. Any charter/bylaw or investor-rights wording needs entity-specific drafting; this guide supplies coordination, not a universal charter.

Ongoing changes

Reconcile new investors, grants, transfers, departures and changes of control across the instrument chain. Administrative records cannot supply missing minority consent or modify protected economics. Store signed evidence privately and cross-link the data-room index.