



CORPORATE RECORD AUDIT QUESTIONNAIRE

Name of Entity: _____

Type of Entity (circle one): Corporation/Professional Corporation LLC/PLLC

Audit Year: _____

CORPORATE COMPOSITION

1. Were any new shareholders or members admitted to the entity? If yes, complete table below for all new persons:

Name	SSN	Address	Date Admitted	# Shares or % Membership Interest

* Note, if you've never created a shareholder or member registry before, please complete the table above for all shareholders/members (past and present).

2. Were any new directors or managing members/professional managers elected or appointed to the entity? If yes, complete the table below for all new persons:

Name	SSN	Address	Date Elected/Appointed

* Note, if you've never created a director or manager member/professional manager registry before, please complete the table above for all directors and managing members/professional managers (past and present).



3. Did any director or member declare any conflict of interests? Please detail.
4. Did the entity purchase any other entities, merge with any other entities or invest into any other entities? If so, please detail such transactions.
5. Did the entity create any affiliates or subsidiaries during the year? If so, please detail such transactions.
6. Did the entity purchase the assets (all or substantially all) of any other entity during the year? If so, please detail such transaction.
7. Were any of the officers/directors or members elected or appointed as an officer/director or managing member for another entity? If so, please detail such election/appointment.

CORPORATE ORGANIZATION

8. Did you:

_____adopt an assumed name?

_____approve amendments to articles of incorporation?

_____approve restatement of articles of incorporation?

_____approve an amendment of bylaws?

_____promise ownership to anyone?

_____authorize a property dividend to shareholders?

_____approve the issuance of shares?

_____sign a bill of sale agreement?

_____issue shares in exchange for assignment of trademark, service mark, patent, or copyright?

_____change corporate offices this year?

9. Did you declare:

_____a cash dividend payable in installments?

_____a year-end dividend?

_____a regular or extra dividend?

_____an accumulated dividend to preferred shareholders?



10. Did you sell and issue:

_____ shares of property?

_____ shares for services?

_____ shares for indebtedness
canceled?

_____ capital stock for assets and
liabilities of a business?

CORPORATE MANAGEMENT

11. Were any meetings held of the shareholders, directors and/or members? If so, please describe, attach minutes as available, and/or attach resolutions as available.

12. Was the biennial statement filed with the state this year? If so, please attach a copy.

13. Did you change corporate offices this year? If so, please describe. Did you open new offices/locations?

14. Did you adopt a corporate seal? If so, please provide a sample.

CORPORATE MEETINGS

15. Did you:

_____ratify shareholder approval of
decisions or acts?

employees corporate decision
making?

_____certify board or shareholder
action?

_____qualify shares under internal
revenue code §1244?

_____sign an affidavit
acknowledging authorization of

_____hold any meetings with the
shareholders, directors, and/or
members?

KEY INDIVIDUALS

16. Did you:

_____admit any new member?

_____sanction employee acts?

_____give stock to someone else?

_____withdraw the authority of an
employee?

_____delegate authority to a
corporate employee?

_____corporate officers?



_____ authorize payment of meeting attendance?

_____ get a directors' written consent to beneficial transaction?

_____ offer a stipend for meeting attendance?

_____ sign written consent to a transaction involving a director?

_____ cease compensation for corporate meeting attendance?

_____ appoint anyone to a key position within your company?

_____ offer indemnification and insurance for directors and officers?

_____ discuss succession planning with an individual?

_____ approve a transaction beneficial to a director?

EMPLOYEES/HUMAN RESOURCES

17. Did the entity become a federal contractor during this year?
18. Did you have any new employees this year? If so, how many and were any exempt hires?
19. Did you have any resignations and/or terminations this year? If so, how many and were any "for cause"?
20. Did you have to take disciplinary action against any employees this year? Were any such actions against officers or directors of the entity? Were any employment claims made against the entity? Were any charges made against any employees, officers or directors?
21. Did you adopt an employee handbook or any employee policies or procedures this year? If so, what were there? Attach copies.
22. Did you adopt or offer any new employee benefits this year?
23. Did you begin utilizing any new vendor and/or software for employee management, background checks, benefits, payroll provider, etc.? If so, what are they?
24. Did you:
 - _____ hire a corporate employee?
 - _____ ratify employee pay?
 - _____ approve bonuses and salary increases?
 - _____ authorize group of health, accident, or disability insurance for employees?



_____purchase group term life insurance?

_____make any insurance claims this year?

_____work with a new insurance broker this year?

_____conduct an insurance risk audit this year?

_____authorize employee death benefits?

_____form an agreement regarding death benefits?

_____authorize payment of standard mileage allowances for employees?

_____establish an allotment of business meal expense for employees?

_____provide on-premises meals and lodging for employees?

_____authorize a corporate credit card for employees?

_____offer reimbursement of travel and entertainment expenses to employees under an accountable reimbursement plan?

_____offer reimbursement of travel and entertainment expenses to employees under an unaccountable reimbursement plan?

_____authorize per diem travel allowances for employees?

_____approve a stock bonus or stock option plan?

_____adopt a retirement plan?

_____adopt a profit sharing plan?

_____ratify your retirement plan?

CONTRACTS AND SIGNIFICANT ACTIONS

25. Did you:

_____approve a proposed contract?

_____have a lease approved?

_____purchase real property?

_____authorize the sale of real property?

_____ratify a contract?

_____approve independent contractor services?

_____purchase or lease a company vehicle?



VENDORS

- 26. Did you enter into any significant new vendor agreements this year? If so, what were they? In what amounts?
- 27. Did you terminate any vendor relationship this year? If so, why? Had you received any complaints about the vendor?
- 28. Did you conduct any vendor audits this year for compliance with your agreements with them? If so, please discuss audits, procedures and outcomes.

INSURANCE

- 29. Did you purchase insurance for your entity this year? If so, please attach a schedule of all insurance policies.

Type	Carrier	Limits	Deductible	Premium	Start Date
<i>General Liability</i>	<i>ACE</i>	<i>\$1,000,000 / \$2,000,000</i>	<i>\$500</i>	<i>\$1,000.00</i>	<i>1/1/2017</i>

- 30. Did you make any insurance claims this year? If so, what for and what was the outcome?
- 31. Did you work with a new insurance broker this year? If so, what prompted the new relationship and who is it with?
- 32. Did you conduct an insurance risk audit this year? If so, what were the results?
- 33. Is insurance purchased on the lives of either the directors and/or members of the firm? If so, in what amounts and who are the beneficiaries?

FINANCIAL

- 34. Did you obtain a new FEIN this year? If so, please attach a copy of the IRS confirmation.
- 35. Did you file tax returns for this year? If so, attach corporate tax filings for the year.
- 36. Did you initiate a new accounting relationship this year? If so, with whom? And what were the reasons for the switch?
- 37. Did you initiate a new bookkeeping relationship this year? If so, with whom? And what were the reasons for the switch?



- 38. Did the entity adopt a budget for the year? If so, please attach it.
- 39. Please attach the entity's profit and loss statement for the year.
- 40. Were any significant expenses or losses incurred during the year? If so, for what and under what circumstances?
- 41. Were any significant profits realized during the year? If so, describe.
- 42. Were there any distributions to shareholders and/or members during the year? If so, please detail.

Name	Amount	Date	Description

- 43. Were the entity's financials audited? If so, by whom and what were the results?
- 44. Was a valuation of the entity performed this year? If so, by whom, using what formulation and what were the results?
- 45. Was a new banking relationship established this year? If so, with what institution? Who are the signatories?
- 46. Did you take out any new loans this year? If so, in what amount, from what institution, under what terms, and for what purpose?
- 47. Did you open any new lines of credit this year? If so, in what amount, from what institution, under what terms, and for what purpose?
- 48. Did you:

_____ authorize a line of credit with a cap on each transaction?

_____ authorize a safe box/deposit box rental?

_____ authorize a treasurer to open and use accounts?

_____ elect an S corporation tax status?

_____ authorize a treasurer to open and use specific corporate accounts?

_____ sign an S corporation shareholders agreement?

_____ authorize a corporate account and designate authorized signers?

_____ authorize a loan at specific terms?



_____ authorize a maximum loan on general terms?

_____ offer limitless authorization of loans for business needs?

_____ authorize loan terms secured by corporate property?

_____ reach a resolution approving loan to corporation?

_____ schedule an anticipated accumulation of corporate earnings?

_____ approve a corporate tax year?

_____ make a payment of organizational expenses?

_____ make a deduction of organizational expenses?

_____ sign a promissory note?

CUSTOMERS / CLIENTS

49. Were any new significant clients signed this year?

50. Were any significant clients lost this year? If so, under what circumstances.

51. Are clients screened or audited prior to being accepted? If so, please describe purpose and process.

ADVERTISING / MARKETING

52. Were any new significant sales (i.e., advertising or marketing) initiatives begun this year? What were the results?

53. Were any new significant sales channels opened this year?

MISCELLANEOUS

54. Anything else of note that should be recognized at the corporate level?