

[Company Name]
[Company Address]
[City, State, Zip Code]

[Date]

[Candidate Name]
[Candidate Address]

RE: Offer of Employment for Chief Executive Officer

Dear [Candidate Name],

On behalf of the Board of Directors of [Company Name] (the "Company"), I am pleased to offer you the position of Chief Executive Officer. This letter outlines the terms and conditions of your employment.

1. Position and Duties

As CEO, you will report directly to the Board of Directors. You will have the authorities, duties, and responsibilities customary for this position. Your start date will be [Start Date].

2. Base Salary

Your initial annual base salary will be \$[Amount], payable in accordance with the Company's standard payroll practices.

3. Equity Compensation

Subject to approval by the Board, you will be granted [Number] [Options/Restricted Stock Units] representing [Percentage]% of the Company's fully diluted capitalization.

- **Vesting Schedule:** Equity will vest over a [Number]-year period. [Number]% shall vest on the first anniversary of your start date (the "Cliff"), with the remainder vesting in equal monthly installments thereafter.
- **Accelerated Vesting:** In the event of a Change of Control, [Percentage]% of unvested equity shall accelerate and vest immediately.

4. Performance Bonus

You will be eligible for an annual performance bonus with a target of [Percentage]% of your base salary, based on the achievement of milestones established by the Board.

5. Benefits

You will be eligible to participate in the Company's standard benefits package, including medical, dental, and vision insurance, and the Company's [401k/Retirement] plan.

6. At-Will Employment

Employment with the Company is "at-will." This means that either you or the Company may terminate the employment relationship at any time, with or without cause or notice.

7. Proprietary Information

This offer is contingent upon your execution of the Company's standard Confidentiality and Intellectual Property Assignment Agreement.

Please indicate your acceptance of this offer by signing and returning this letter by [Expiration Date].

Sincerely,

[Name of Board Member]

[Title]

[Company Name]

Accepted and Agreed:

[Candidate Name]

Date: _____