

[Date]

[Co-Founder Name]

[Address]

[City, State, Zip Code]

Dear [Co-Founder Name],

On behalf of [Company Name] (the "Company"), I am thrilled to formally invite you to join the founding team as **[Title, e.g., Co-Founder and CTO]**. We are excited about the vision we share and the impact we will make together.

### **1. Role and Responsibilities**

In this role, you will be responsible for [Brief description of primary duties]. You will report to the Board of Directors and collaborate closely with the other Co-Founders to execute the Company's business plan.

### **2. Equity Compensation**

Subject to the approval of the Board of Directors, you will be granted [Number] shares of [Common Stock/Options], representing [Percentage]% of the Company's total outstanding equity on a fully diluted basis as of the date of this letter.

### **3. Vesting Schedule**

The equity grant will be subject to a [Number]-year vesting schedule with a [Number]-month cliff. This means that [Percentage]% of the shares will vest after twelve months of continuous service, and the remainder will vest in equal [Monthly/Quarterly] installments thereafter.

### **4. Cash Compensation**

Until the Company secures its initial seed funding of at least \$[Amount], you will receive a nominal monthly salary of \$[Amount]. Upon successful completion of the seed round, your compensation will be renegotiated to reflect market rates.

### **5. IP Assignment and Confidentiality**

This offer is contingent upon your signing the Company's standard Proprietary Information and Inventions Assignment Agreement, ensuring that all intellectual property created during your tenure remains the property of the Company.

### **6. Term and Termination**

Your relationship with the Company is "at-will," meaning either you or the Company may terminate the relationship at any time, with or without cause, subject to the terms of the Founder's Agreement.

Please sign and return this letter by [Expiration Date] to indicate your acceptance.

Sincerely,

[Name]  
[Title/Co-Founder]  
[Company Name]

---

**Acceptance:**

I, [Co-Founder Name], accept the offer as outlined above.

Signature: \_\_\_\_\_ Date: \_\_\_\_\_