

Society Hill at Piscataway Condominium Association, Inc.

# ANNUAL ELECTION PROXY

(If you are not sure how to proceed, please see explanation and instructions on reverse side)

I, \_\_\_\_\_ (print name), being a member in good standing, hereby

appoint \_\_\_\_\_ (print name of another member in good standing), or (by default, if no name is filled in) the Secretary of the Association, to act on my behalf by exercising this Proxy at the Annual Meeting of the Society Hill at Piscataway Condominium Association to be held on October 24, 2011, and all adjournments of that meeting.

Count this Proxy towards a quorum for the Annual Meeting. In addition, on the matter of election of trustees to the Board of Trustees, the Proxy holder must (check **only one** of the three boxes below. Checking more than one, or none, will invalidate this proxy for the purpose of trustee elections):

- 1 vote for the trustees indicated on the enclosed, folded, ballot (fill out enclosed ballot).
- 2 vote for trustees as the proxy holder sees fit. If the holder of this Proxy is the Secretary by default, the Secretary must abstain with this Proxy on the election of trustees.
- 3 abstain.

Furthermore, on any matters presented for a vote at the Annual Meeting, the proxy holder must (check **only one** of the two boxes below. Checking more than one, or none, will invalidate this proxy for the purpose of voting on other matters):

- 4 vote as the proxy holder sees fit. If the holder of this Proxy is the Secretary by default, the Secretary must abstain with this Proxy on any matter presented for a vote.
- 5 abstain.

This Proxy shall expire as of the time of the final adjournment of the Annual Meeting, unless it is sooner revoked by me by actual notice to the Secretary that it is revoked.

PROXY GIVEN THIS \_\_\_\_\_ DAY OF \_\_\_\_\_, 20\_\_\_\_:

(day) (month) (year)

\_\_\_\_\_

(Signature of Member)

\_\_\_\_\_

(Member's Address – number and street)

**Only one vote per unit is authorized at the Annual Meeting, whether by proxy or in person. You must be a member in good standing (all fees paid) by October 21, 2011 in order to vote.**

**Please place your Ballot in the yellow envelope, seal it, and place it, along with your signed proxy in the pre-addressed green postage-paid return envelope, and return the envelope to the Association Office at 550 Chesterfield Drive, Piscataway, NJ 08854, via US Mail or in person.**

## Society Hill at Piscataway Annual Election Proxy and Ballot Instructions

The Association's by-laws call for *proxy* voting at the Association's Annual Meeting. A Proxy allows you to transfer your rights to vote in the election to a third party, the *Proxy Holder*, who will act on your behalf (as a *Proxy*) at the Annual Meeting. The Proxy Holder can be any other resident, entirely of your own choosing. If you don't have a choice, then by default the Secretary of the Association will be the Proxy Holder. The Proxy Holder *must be physically present at the Annual Meeting* in order to vote his or her proxies.

You are allowed to give specific instructions to the Proxy Holder indicating how you would like them to act at the Annual Meeting. They are legally obligated to follow your instructions. The Proxy Form on the reverse side of this paper allows you to easily issue those instructions.

Two things requiring your vote can occur at the Annual Meeting. The first and most obvious one is voting for Board of Trustee members. The second and less obvious is any motions that may be made during the Annual Meeting that require a vote from all the homeowners.

Voting for Board of Trustee members is easy – you can specify your choices on your ballot, or you can let the proxy holder decide for you. Voting on motions that may arise during the Annual Meeting is more difficult. Since the motions won't be raised until the meeting, you don't know today what they are and therefore can't possibly vote on them. This is where the Proxy Holder really enters the picture – it will be entirely up to the Proxy Holder as to how to vote on any motions raised at the Annual Meeting. Therefore, if you are concerned about voting on motions, it is important that you choose a Proxy Holder who will vote consistent with your beliefs.

### Instructions

You only need to use the Proxy if you do not plan on physically attending the Annual Meeting. If you are at the meeting, then you can vote in person – you don't need a third-party Proxy to act on your behalf. If you come to the meeting and you wish to vote for candidates, please bring your sealed Ballot.

For the trustee elections (boxes 1, 2, and 3), you can either abstain (box 3), let the Proxy Holder choose candidates and vote for you (box 2), or choose candidates yourself (box 1). If you choose candidates yourself, fill out the enclosed Ballot, fold it up, and seal it in the YELLOW envelope.

For voting on other matters that may come up at the Annual Meeting (boxes 4 and 5), you can either abstain (box 5), or you can let the Proxy Holder decide and vote for you (box 4).

Note that if you appointed the Secretary of the Association to exercise your proxy, the Secretary must abstain from voting on both candidates and other matters. If it is your intention to allow the Secretary to vote on candidates and other matters, then write in the name of the Secretary as your appointee near the top of the proxy form, rather than leaving the appointee space blank.

In order for the Annual Meeting to proceed, a *quorum* must be met. The By-Laws define a quorum as one-half of the homeowners in *good standing* plus one. Assuming everyone is in good standing, that would be 545 divided by 2 equals 272 (rounding down) plus 1 is 273 members. If all you do is fill in your name at the top of the Proxy Form and the date, signature, and address at the bottom, your Proxy will only count toward meeting the quorum. Homeowners are urged to at least do this, because it allows the Election to proceed on schedule, rather than being delayed for months and months as Proxies trickle in.

**REMINDER: Place your folded Ballot in the YELLOW envelope, seal it, then place the YELLOW envelope and the signed Proxy Form in the GREEN pre-stamped envelope and place it in the mail. You can also deliver your GREEN envelope in person to the address indicated on the reverse side. The YELLOW envelopes will remain sealed at the clubhouse until the Annual Meeting. The Proxies will be tracked as they come in. When the required quorum is met, the Proxies will be validated and the Ballots will be opened and counted by selected members from the meeting audience.**