

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 the election inspectors.