

TLVA Annual Meeting Voting & Counting Procedures

Purpose: To delineate the TLVA Annual Meeting procedures for voting and vote counting. If any conflict exists between this document and the governing documents referenced below, the governing documents shall take precedence.

I. Board of Directors Responsibilities Pertaining to Voting

A. Prior to the Annual Meeting:

1. Determine the Annual Meeting date and the deadline date for receiving Proxy Forms and Instructions (Secret Ballots) from TLVA members.
2. Verify the current list of TLVA members eligible to vote.
3. Solicit member candidates for the Board of Directors ballot.
4. Solicit members for the Vote Counting Committee. Normally the committee will include two or three TLVA members.
5. Prepare the Annual Meeting packet to include the following contents:
 - a. Proxy Form for members to appoint a proxy to cast votes on their behalf.
 - b. Proxy Instructions (Secret Ballot) regarding their votes on issues and candidates for the Board of Directors.
 - c. Privacy envelope.
6. Mail the Annual Meeting packet to TLVA members within 30 to 50 days prior to the Annual Meeting date.
7. Create a vote-counting tally sheet of at least three columns for: items on the ballot (issues and candidates); tallies of the “yes” votes; and tallies of the blank votes.
8. Assemble, in sequential order by lot number, the returned ballots received by the voting deadline from TLVA members.
9. Mark the names of those who voted on the TLVA membership list.
10. Determine any required quorum based on the number of returned ballots.

B. During the Annual Meeting:

1. After the meeting is called to order, the second Agenda item should be Member Voting-change Opportunity. At this time any present member may change their

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vote per the procedure below. This must be done before proceeding with the rest of the Annual Meeting Agenda.

2. After any vote changes have been submitted the Secretary transfers the following items to the Vote Counting Committee:
 - a. All completed ballots (retained in the mailing envelopes and ordered by lot number);
 - b. Current TLVA members list;
 - c. Prepared tally sheet;
 - d. Blank Proxy Instructions (Secret Ballot) sheet.
3. The Vote Counting Committee adjourns to a separate room to proceed with the counting.
4. The Secretary announces the voting results to the assembled membership.

II. Annual Meeting Voting by Proxy

A. TLVA members vote as follows:

1. Cast votes for each item on the Proxy Instructions (Secret Ballot) sent to them in the Annual Meeting Packet.
2. For Board of Directors candidates vote for either a name(s) listed on the Proxy Instructions (Secret Ballot) or write name(s) of alternative candidates on the ballot. Cast votes only for the number of Board positions open on the ballot.
3. Place the completed Proxy Instructions (Secret Ballot) in the privacy envelope and seal it.
4. Place the completed Proxy Form and the sealed privacy envelope in the mailing envelope. Either mail the envelope to TLVA at the indicated address or deliver it to the drop-off location.

III. Revoking a Proxy

- A. Members may revoke a proxy by delivering a written revocation to the TLVA Secretary before the start of the Annual Meeting.
- B. The Secretary removes the revoked ballot mailing envelopes from the assembled ballots before transferring them to the Vote Counting Committee.

IV. Changing Votes at the Annual Meeting

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- A. Members who submitted their Secret Ballots by the voting deadline and are present at the start of the Annual Meeting may change their votes as follows:
 - 1. The Secretary provides a blank Proxy Form, Proxy Instructions (Secret Ballot) and privacy envelope to members requesting to change their votes.
 - 2. The members complete the voting documents, place the Secret Ballot in the privacy envelope and return the ballot materials to the Secretary.
 - 3. The Secretary replaces the original ballots with the changed ballots.

V. Vote Counting Procedure

- A. The Vote Counting Committee counts the votes as follows:
 - 1. Open the mailing envelopes and verify the Proxy Forms against the current TLVA member list.
 - 2. Ensure the Proxy Form is signed by a current member. If any are unsigned or not current members, remove the Proxy Forms and the privacy envelope (Secret Ballot) from the assembled ballots to be counted.
 - 3. Remove the Secret Ballots from the privacy envelopes.
 - 4. Separate the Proxy Forms from the Proxy Instructions (Secret Ballot) so that the identity of the voters cannot be determined when counting votes.
 - 5. Use the prepared tally sheet to tally the votes. Tally all the votes on each ballot before counting the next ballot. Tally the “no votes” for each ballot item. Tally each ballot item left blank by the voter. It is best to have one person announce the votes and another person tally the votes. Add any write-in votes to the tally sheet.
 - 6. At the completion of counting, record the tally totals next to each ballot item on the blank Proxy Instructions (Secret Ballot) sheet.
 - 9. Check the number of votes and non-votes against the number of ballots to ensure proper counting. Resolve any discrepancies.
 - 10. All members of the Vote Counting Committee sign the results.
 - 11. Return the results, tally sheet and ballots to the Secretary in the Annual Meeting.
 - 12. Remain in the Annual Meeting room until the results are announced.

VII. References

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A. The following documents form the basis of this procedure. They can be found at the TLVA website: <https://tlva.us/> under the “Governing Documents & Applicable Laws” tab.

1. RCW 24,03 Washington Nonprofit Corporation Act;
2. RCW 64.83 Homeowners Associations;
3. TLVA Supplemental Declaration of CC&R’s;
4. TLVA Articles of Incorporation;
5. TLVA Bylaws.