

# TES Association Proxy Instructions

## GENERAL INFORMATION:

New York State Not-For-Profit Corporation law requires a quorum of 10% of the membership or 100 people (whichever is LESS) in order to transact business at a general membership meeting. This requirement may be fulfilled with the use of proxies.

A proxy is a power of attorney given by one person to another to vote in his stead. A Restricted Proxy appoints the Secretary to count you as Present but abstain from voting on all motions. An Unlimited Proxy appoints a named member to vote on your behalf on all motions. Unless the person to whom you have appointed your proxy is instructed by you to vote a particular way, the Appointee may vote on your behalf however s/he wishes. A Limited Proxy appoints a named member to vote on your behalf according to your instructions and limited to only the motions you have listed on the Proxy form.

If you are unable to attend the TES Association Membership Meeting at 357 West 36<sup>th</sup> Street (3<sup>rd</sup> floor), it is extremely important that you submit your proxy to be counted toward a quorum. If a proxy is executed for multiple meetings it is valid until withdrawn by the member. If a proxy is executed for a specific meeting it is valid only for the complete session of that meeting.

This proxy will be retained by the Secretary for a period of ninety (90) days after the adjournment of the last Membership Meeting session for which it has been executed, or longer if required by law.

No one else may present your proxy. This includes spouses and members of a couple/family. The Secretary will record the proxies & distribute them to their appointees. This proxy will be made available for inspection upon proper notification.

## DIRECTIONS:

Fill out the top portion with your membership name & your membership number. Each member of a couple/family must fill out a separate proxy.

Check (or "X") one or more membership meeting dates that this proxy is to be valid for. A proxy may be changed or withdrawn by mail 72 hours before any membership meeting or by attending the meeting in person.

You may also present your proxy in person at the Membership Meeting. (This is mainly for people who may have to leave before the conclusion of the Membership Meeting.)

Check (or "X") one and only one of the Proxy Type boxes. If you have selected Limited or Unlimited Proxy, fill in the name of the person to whom you assign your proxy. Sign & date the proxy form at the bottom with your legal name.

Mail your proxy to the regular TES mailing address *Att: Membership Meeting Proxy* to be received by mail 72 hours before any Membership Meeting for which it is applicable. Please put your return address and membership number on the upper left hand corner of the envelope.

**NOTE: Certified, Registered or Express Mail is NOT to be used for Election responses (ballot and/or Proxy). ALL Election related responses MUST be sent by regular first class United States Postal Mail Service.**

Proxy forms may be photocopied or downloaded from [www.tes.org](http://www.tes.org) if additional copies are needed. In the event multiple proxies are submitted, the one with the latest date will be valid.

# TES Association Proxy 2010-2011 Membership Meetings

September 21, 2010     January 11, 2011     May 10, 2011

*Check (or "X") all meeting dates for which this proxy is given.*

I, \_\_\_\_\_, Membership Number: \_\_\_\_\_

do hereby:

(Choose only one of the following)

**Restricted Proxy:**

Appoint the Secretary to count me as Present but abstain from voting on all motions. (To be used for quorum purposes only.)

*OR*

**Unlimited Proxy:**

Appoint \_\_\_\_\_ to act as my proxy and vote as s/he sees fit in my behalf on all motions.

*OR*

**Limited Proxy:**

Appoint \_\_\_\_\_ to act as my proxy and vote on my behalf only on the following motions (cross out unused lines):

1. \_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_
2. \_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_
3. \_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

Signature: \_\_\_\_\_  
(Legal Name)

Date: \_\_\_/\_\_\_/\_\_\_