

POLICY RESOLUTION NUMBER _____
ELECTRONIC VOTING

WHEREAS:

- a. Paragraph 4, of the Articles of Incorporation of The Colonies Condominium establishes that the affairs of the Corporation shall be managed by a Board of Directors and Article I, Section 4, and Article IV, Section 16 of The Colonies Condominium Bylaws (the "Bylaws") grants the Board of Directors (the "Board") all of the powers and duties necessary for the administration of the Condominium;
- b. Article IV, Section 2(b) of the Bylaws states that members of the Board *"shall be elected from among those nominated, by a plurality vote, by secret ballot only, cast in person or by proxy, of the eligible voters at the annual meeting, a quorum being present. The ballot shall include the names of all eligible persons duly nominated by the nominating committee or by petition pursuant to the provisions of Article IV, Section 3;"*
- c. Article III, Section 10 of the Bylaws permits owners to vote at the annual meeting by proxy, and requires that a proxy be a signed writing, appointing, as proxy holder: (1) any other owner eligible to vote; (2) to the Secretary of the Association; or (3) any occupant of a unit.
- d. Section 55-79.77(D) of the Virginia Condominium Act requires proxy forms to be signed by all owners of a unit;
- e. Section 55-79.77(D) of the Virginia Condominium Act states that *"To the extent the condominium instruments or rules adopted thereto expressly so provide, a vote or proxy may be submitted by electronic transmission, provided that any such electronic transmission shall either set forth or be submitted with information from which it can be determined that the electronic transmission was authorized by the unit owner or the unit owner's proxy."* The Act also states that *"an electronic signature meeting the requirements of applicable law shall satisfy any requirement for a signature under any condominium instrument or any provision of this chapter;"* and
- f. The Board seeks to establish a method by which owners can vote on the election of directors by submission of an electronic instructed proxy, to facilitate convenient participation by owners in the election process;

IT IS THEREFORE RESOLVED AS FOLLOWS:

1. Owners may submit to the Association a form (the "Email Designation Form") developed by the General Manager and Legal Counsel with input from a Board representative and the vendor selected to process electronic votes (the "Vendor"), designating an email address from which electronic signatures on a proxy form can be submitted. All owners of a unit must sign this Email Designation Form for that form to be valid.

2. The Vendor shall be given the email address of each owner/co-owner who has submitted an Email Designation Form, so that the Vendor can send an email to those owners providing an access code by which they can submit their electronic proxy and ballot.

3. The electronic instructed proxy form shall be developed by the General Manager, Legal Counsel, a Board representative and the Vendor with oversight of the General Manager. That form can be accessed by an Owner through the code given by the Vendor.

4. The Vendor shall assure that the contents of the voting instructions on the instructed proxy ballots remain secret.

5. Any electronic proxy submitted for a unit may be revoked by attendance at the annual meeting by one of the unit owners, in the same manner as written proxies are revoked.

6. The Board shall continue to provide for written "non-electronic" proxies to be executed and submitted in the same manner as in prior elections, for those who do not wish to submit proxies electronically.