

**Appendix A**  
**OLD TOWN TRIANGLE ASSOCIATION**  
**VOTING PROCEDURES**

As outlined in the By-Laws, the Secretary may be assisted by another Officer, Director, or Chair of the Nominating Committee when a conflict of interest exists with the Secretary. All references to the Secretary will be assumed to include the Secretary and any assistants, as appropriate.

**Ballots and Proxies**

1. Ballots and Voting Packets shall be mailed to the Voting Members not less than 10 days prior to the date of the meeting which the vote is scheduled.

2. Voting Packets will consist of the ballot, an identification slip, voting instructions, a separate envelope marked "Ballot Enclosed", and any other information deemed necessary by the Secretary.

3. The ballot shall be completed, inserted into the envelope marked "Ballot Enclosed" and sealed. That envelope along with the identification slip shall be mailed or delivered in another sealed envelope so as to be received by the Secretary prior to the meeting and will then become the Voting Member's proxy as defined above.

4. If the Voting Member fails to vote by proxy, as herein defined or subsequently revokes such proxy, the Voting Member may then vote in person at the Annual Meeting.

5. If such Voting Member fails to bring the ballot, identification slip, and envelope previously received by the Voting Member, or has previously mailed or delivered these as a proxy and wishes to revoke this proxy and vote instead in person, the Secretary, upon proper identification of the Voting Member, shall disregard any prior vote by proxy and shall issue an additional ballot, identification slip and envelope to the Voting Member at the meeting.

6. A proxy may be revoked at any time by the Voting Member who executed it.

7. The proxy ballot shall remain sealed until all those Voting in person have also submitted their ballots at the election.

8. The opening and counting of all ballots and identification slips shall be in public before the meeting is adjourned.

9. The Secretary may appoint assistants to assist in the counting and identification of the ballots.

10. No open proxy may be given by a Voting Member to another party to vote in his/her place on any matter.

**Voting Procedures**

1. The "Teller" in the procedures below is either a member of the staff of the Old Town Triangle or a Voting Member of the Association who is not a candidate on the ballot. The Teller's role is to assist the Secretary in an administrative capacity.

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2. Mailed ballots are to be qualified first. The Secretary will open all return envelopes that are postmarked at least two days before the (January) Annual Meeting. The Secretary will open the envelopes at the balloting desk as soon as possible after the Call to Order of the meeting.

3. If the return envelope contains an identification slip and a ballot envelope, the Secretary shall read the name on the identification slip and the Teller shall check the name off of the official list of qualified voters.

4. The Secretary shall then tape the identification slip to the still-sealed ballot envelope and place it in order in an alphabetical file.

5. EXCEPTION I: If the return envelope does not contain an identification slip, the Secretary shall have the right to open the ballot envelope. If the ballot envelope contains the slip, the Secretary shall remove it, reseal the ballot envelope with ballot inside, and proceed as above. If there is no identification slip anywhere, but there is reasonable identification in the return address portion of the mailing envelope the Secretary shall place the ballot envelope back in the mailing envelope, and place it aside until after the in-person Voting. At that time, after all other mailed and in-person ballots are qualified, and no ballot has appeared duplicating the name in the return address space, the Secretary may then qualify that ballot for the name so indicated. If there is no reasonable way to identify and qualify a ballot, it shall not be used.

6. EXCEPTION II: In the case of a household (**Membership type**) at the same address who are entitled to two separate votes; it is possible that both ballots may be returned in the same envelope. When the Secretary shall read a name that the Teller identifies as being such a possible double ballot, the Teller shall inform the Secretary, who shall put the ballot envelope aside in a special file. When the second ballot envelope for the household shall appear, both shall then be placed back in the regular file. If the second ballot never appears, in either the mailed or the in- person Voting, all remaining potential double ballot envelopes shall be marked with a large "2". During the opening and counting of the ballots, if any ballot envelope so marked is found to contain two ballots, both shall be counted. If any other ballot envelope contains more than one ballot, none of them shall be counted.

7. EXCEPTION III: In case two sealed ballot envelopes are accompanied by identification slips which are for the same Voting Member, the Chairman of the Meeting shall examine the signatures and determine which, if any, of the ballots shall be deemed valid. The Chairman shall also rule on any other question not covered in these procedures.

8. After all mailed ballots have been qualified as outlined above; the in-person Voting may begin.

9. Those who wish to vote in person will approach the balloting desk and properly identify themselves to the Secretary, who will then call the name to the Teller. If the Teller determines that the person is qualified to vote, and has not already voted by mail, the Teller shall

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inform the Secretary, who will then give the Voting Member a ballot, ballot envelope and identification slip.

10. The voter will then retire, mark his/her ballot, seal it in the ballot envelope, fill out the identification slip, and return both to the Secretary. These shall be processed as outlined above for the mailed ballots.

11. After all the above procedures have been completed and all ballots have been duly qualified, the balloting shall be considered closed. The Secretary shall then remove the identification slips from the ballot envelopes, and the envelopes shall be commingled before opening.

12. The Secretary, Teller and any other persons deemed appropriate to be involved in the Counting shall then retire to open and count ballots.

13. When all votes have been counted and checked, the Secretary shall record the vote as Official and report the results to the Chair of the Meeting, who shall report them to Membership.

**Counting Process**

1. The Voting for each office shall be counted separately. In cases where there is only one to be elected, the Secretary shall call the name, the talliers shall mark it, and the Secretary shall place the ballot in one or another pile, depending on the vote. When all ballots have been called for that particular office, the talliers shall check their count against each other and against the count of the ballots in the stacks.

2. If the Secretary determines that there are a large number of ballots on which all offices are marked in the same manner ("straight tickets"), these may be sorted out in advance and totaled, and then only the "split" ballots individually tallied in order to simplify the procedure. The count of the "straight tickets" shall be carefully double-checked.

3. For offices in which more than one position are to be elected (Directors), procedures as close to the above as possible are to be worked out by the Secretary and the talliers.