



Annual Meeting Protocols for ABC Condominium Annual Meeting

INTRODUCTION - SBJ has a license allowing up to 500 participants. This memo contains instructions for the Annual Meeting of ABC Condominium at which SBJ will serve as the Zoom host.

Notice of Annual Meeting with Nominations & Proxy/Ballot Forms

Email the attached Notice of Annual Meeting (Ex. 1) with Nomination Letter (Ex. 2) to all owners whose email address is known and mail the form to all other owners.

Post the Notice in Building Link or at a prominent building location (by mailboxes or elevators).

The Notice informs owners that the meeting will be conducted by electronic means only, and directs owners to immediately provide email addresses to the managing agent.

The Notice contains easy instructions to join the meeting using a PC, laptop, tablet, Mac, or telephone. Individuals without computer access may call in by telephone so *no one is excluded*.

The Notice directs that all nominations be submitted by a specific date (at least thirty (30) days prior to the meeting), at which time nominations for inclusion on the ballot will be closed. Nominations should include a bio for anyone who is nominated.

The Notice informs owners that after nominations are closed a second notice will be sent with a Proxy/Ballot form that lists the candidates nominated for election.

A Second Notice is sent 14 days prior to the meeting with a Proxy/Ballot (Ex. C) that lists the names of nominees and their bios. Owners will be asked to submit completed Proxy/Ballots by email, fax, overnight courier or regular mail to streamline the voting process.

Owners vote during the meeting by raising their hand, or by Chat Room, or by email or telephone.

Practice session

At least 7 days prior to the meeting, as Host, SBJ will re-send Zoom Instructions to all owners by email and mail with an invitation to participate in a practice session at a designated time the day before the meeting.

The practice session will be used to familiarize participants in the use of Zoom and how the meeting will be conducted.

THE MEETING

Participants will be directed to a waiting room and admitted one at a time and muted upon entry.

As host, SBJ will serve as chair of the meeting and will use the Zoom mute function to control who is able to be heard by other participants. The quorum is announced and proof of notice of the meeting and the prior meeting minutes are presented.

The officers or managers give their reports, with all other participants muted. After each report, if the Board wants to open the floor to questions or comments, participants will signify their interest in speaking either by raising their hand or by using the Zoom chat function.

The host will recognize speakers by removing the mute function for the speaker alone.

The host can also show documents or other presentation materials on screen.

Election

Elections or the entire meeting may be recorded (i.e., video, audio, chat room voting).

SBJ attorneys, management and/or the CPA may be appointed as Inspectors of Election who will certify election results (see, Ex. 4, and Oath of Inspectors of Election (Ex. 4A)). Inspectors limit disclosure of individual votes by restricting Chat Room visibility and telephone audio.

Nominees may be introduced and given an opportunity to make a brief statement.

The host directs computer participants to the chat room to privately cast their votes whereas telephone participants may cast their votes either to a designated email address or by telephone.

Proxy/Ballots received prior to the meeting are accounted for.

Inspectors of Election tally the results, complete the attached Certification of Inspectors of Election form (Ex. 4) and the results of the election are announced.

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**NOTICE OF ANNUAL MEETING
OF UNIT OWNERS OF
ABC CONDOMINIUM**

To all Unit Owners of ABC Condominium:

A. NOTICE

The Annual Meeting of Unit Owners of ABC Condominium will be held on Tuesday, June 00, 2020 at 7:00 p.m., for the following purposes:

- Election of three (3) managers to serve on the Board of Managers until the next annual meeting and until their successors are elected and qualified; and
- For such other business as may properly come before the Unit Owners.
- The Board and management also will report on operations; you will have an opportunity to ask questions.

B. MEETING BY VIDEOCONFERENCE OR TELEPHONE (“VIRTUAL-ONLY”)

For safety reasons and due to restrictions on meetings due to COVID-19, the Annual Meeting will be conducted by electronic means only. No physical attendance is required or permitted.

Unit Owner participation will be by videoconference or by audio only, using a personal computer (“PC”), Mac, laptop computer, I-Pad, “smart-phone” or regular telephone.

Refer to Paragraph “E”, below, for detailed instructions on how to “Join the Zoom Meeting.”

Kindly immediately provide management with the email address and/or telephone number by which you will join the meeting, if you have not done so already.

C. NOMINATIONS

Any Unit Owner who wishes to be considered for a Board seat or wishes to nominate a fellow Unit Owner should complete the enclosed Nomination Form and submit with a brief biography to Management no later than May 00, 2020.

The names of candidates will be placed on a Proxy/Ballot form and circulated in advance of the meeting; nominations will also be taken from the “floor” at the meeting. All nominees will have an opportunity to make a brief statement of their qualifications.

D. PROXY/BALLOT

We encourage you to sign and submit the Proxy/Ballot that will be distributed in advance of the meeting, if you cannot attend. This is important for quorum and voting purposes.

E. INSTRUCTIONS TO “JOIN ZOOM MEETING” ON JUNE 00, 2020

1. **Registration begins at 6:45 p.m.** At least 15 Minutes before the Meeting, enter the following URL in your computer web browser (or click on the URL if you received an electronic invitation):

<https://zoom.us/j/X3150X0>
2. Then click on “Run” at the bottom of your page to run the Zoom program (or click “download & run Zoom”) *if* prompted
3. You will then join the Meeting and see a small pop-up window. If your window says: “To hear others, please join Internet Audio,” choose: “CALL USING INTERNET AUDIO”. OR, if your window says: “Join with Video”, then choose “JOIN WITH VIDEO”. (Note: Your face shows on the video unless you click “STOP VIDEO” on the lower left side of your screen).
4. Audio: Click on the link that says “Test Speaker and Microphone” if this is your first time using *this device* to videoconference. After testing audio, click on the microphone icon (bottom/left of screen) to mute your mic unless you have a comment a question.
5. You will be directed to a “Waiting Room” until the Host starts the meeting.
6. If you cannot attend by computer, or if you have video but no audio, you should phone-in at: **646-558-8656**. (Enter Meeting ID: **36 15X 105**).

F. VOTING DURING THE MEETING

1. You do not need to vote during the meeting if you submitted a signed Proxy/Ballot PRIOR to the meeting (Proxy/Ballot will be distributed 2 weeks prior to the meeting).
2. To cast your vote by videoconference,
 - a. First, roll your cursor and click on “**CHAT**” that appears at the bottom of your screen (“Zoom Group Chat” will appear on the side of your screen).
 - b. At the bottom of the Zoom Group Chat window, type the names of **UP TO THREE (3) CANDIDATES ONLY** and no more than three (3) or your vote will not be counted. Press the **ENTER** key on your keyboard **ONLY AFTER YOU HAVE TYPED YOUR COMPLETE RESPONSE**.
3. Votes may also be cast in the meeting (i) by email to JohnDoe9@CondoManagement.com or (ii) by telephone by calling **646-558-8656** (enter Meeting ID: **36 15X 105**).

G. PRACTICE MEETING

You will receive instructions for a separate “practice” meeting to be held on June 2, 2020 to familiarize Unit Owners with the steps to Join Zoom Meeting.

Thank you for your continued cooperation and support during this time.

Board of Managers

May 00, 2020

Enclosures
(Nomination Form)

Sbjlaw Sample

NOMINATION FORM

PLEASE CHECK THE APPROPRIATE LINE:

_____ I AM A SHAREHOLDER OF ONWARD & UPWARD CO-OP CORP. AND I WOULD LIKE TO BE A CANDIDATE FOR ELECTION TO THE CORPORATION'S BOARD OF DIRECTORS AT THE ANNUAL MEETING OF SHAREHOLDERS TO BE HELD ON APRIL 3, 2020. I ATTACH MY BIOGRAPHY.

_____ I AM A SHAREHOLDER OF ONWARD & UPWARD CO-OP CORP. AND I HEREBY NOMINATE _____ AS A CANDIDATE FOR ELECTION TO ONWARD & UPWARD CO-OP CORP. BOARD OF DIRECTORS AT THE ANNUAL MEETING OF SHAREHOLDERS TO BE HELD ON APRIL 3, 2020. THE BIOGRAPHY OF THE NOMINEE / CANDIDATE IS ATTACHED.

NAME OF SHAREHOLDER

SIGNATURE OF SHAREHOLDER

APARTMENT _____

PROXY / BALLOT
ANNUAL MEETING OF UNIT OWNERS
ABC CONDOMINIUM

PROXY

The undersigned Unit Owner(s) of ABC Condominium hereby appoint(s) * _____ as my/our proxy to attend and vote in my/our name, place and stead at the Annual Meeting of ABC Condominium to be held on June 00, 2020 at 7:00 p.m. including any continuation or adjournment thereof, in the same manner, to the same extent and with the same effect as if I/we were personally present, including the vote for election of the Board of Managers and any other matters that may come before the meeting. *This proxy is for quorum and voting purposes, and may be used to attend, vote at and otherwise participate in the meeting on my/our behalf by electronic means.* (*If I/we don't insert a name above then the majority of the Board shall serve as my/our proxy and vote in all matters, except that if I/we vote below then the Board shall not vote for me/us).

BALLOT FOR ELECTION

I/we hereby cast vote(s) for **up to three (3) candidates only** from the following list for election to the Board of Managers by placing a check (✓) in the blank space next to the name of each candidate for which I/we intend to vote (including any candidate(s) I/we may write-in in the blank spaces below):

_____	_____ [insert advance nominee name]
_____	_____ [insert advance nominee name]
_____	_____ [insert advance nominee name]
_____	_____
_____	_____
_____	_____

(*If I/we don't vote in the above election then my/our proxy shall vote for me/us).

The undersigned hereby revoke(s) any other proxy heretofore given by me/us. I/we may revoke this proxy and cast my/our vote in person if I/we attend the meeting. This proxy may be voided by the presentation of a proxy of any agent I/we may appoint subsequent hereto.

_____	_____	_____
Date	Print Name of Owner	Signature of Owner
_____	_____	_____
Unit Number	Print Name of Co-Owner	Signature of Co-Owner

INSTRUCTIONS: This Proxy and Ballot will be deemed valid and counted for quorum and voting purposes only if it is properly completed and received by any Board member, or its managing agent Condo Management, Inc. by regular mail or overnight courier at its offices located at 733 Yonkers Avenue, Yonkers, NY 10704, or by email (JohnDoe9@CondoManagement.com) or by facsimile (914-963-0000). You must allow time for delivery so as to be timely received *prior to* the Meeting. The Board may reject any Proxy/Ballot that, in the sole discretion of the Board, is deemed incomplete, incorrect, late, or otherwise defective.

**CERTIFICATION OF INSPECTORS
FOR ELECTION OF DIRECTORS**

STATE OF NEW YORK)
COUNTY OF WESTCHESTER)

We, the Inspectors of Election of Onward & Upward Co-op Corp. ("Corporation"), appointed to act at the Corporation's Annual Shareholder's Meeting, do hereby certify as follows:

Such meeting was held by electronic means on April 3, 2020. Before entering upon the discharge of our duties, we subscribed and took the required oath, which is attached hereto as Exhibit "A" and hereby made a part of this Certificate. At such meeting the shareholders voted to elect _____ directors to the Board of Directors for the Corporation.

A total of _____ votes were cast and counted in our presence as follows:

_____	votes for	_____
_____	votes for	_____
_____	votes for	_____
_____	votes for	_____
_____	votes for	_____
_____	votes for	_____
_____	votes for	_____
_____	votes for	_____
_____	votes for	_____
_____	votes for	_____

Whereupon the following individuals were duly declared by us elected to the Board of Directors, for the ensuing year:

- | | |
|----------|----------|
| 1. _____ | 4. _____ |
| 2. _____ | 5. _____ |
| 3. _____ | |

IN WITNESS WHEREOF, we have signed and acknowledged this Certificate this _____ day of April 2020

, Inspector

, Inspector

Sworn to before me this
____ day of April, 2020

Notary Public

OATH OF INSPECTORS OF ELECTION

STATE OF NEW YORK)
)ss.:
COUNTY OF WESTCHESTER)

_____ and _____, the inspectors duly appointed to act as such, at the election of directors at the annual meeting of the shareholders of Onward & Upward Co-op Corp., being severally duly sworn, does each for himself or herself say, that he/she will faithfully execute the duties of inspectors at such meeting with strict impartiality, and according to the best of his/her ability.

Sworn to before me this
_____ day of April, 2020

Notary Public