

**SEAL BEACH MUTUAL NO. ONE****Mutual Operations – Proxy Card/Form**

1 WHEREAS, the Shareholders of the Corporation have been duly notified of the Annual or Special Meeting  
2 of the Shareholders of the Corporation, and the Shareholders have been furnished with a proxy card/form  
3 which gives the Shareholder the opportunity to appoint a proxy holder as his or her lawful agent for the  
4 purpose of voting on the election of directors or on matters that may come before the membership at the  
5 meeting; and  
6

7 WHEREAS, the Shareholder of the Corporation may appoint another Shareholder of the same Mutual or  
8 the Secretary of the Corporation as their proxy holder by writing “the person’s name“ or “Secretary” on the  
9 proxy card/form; and  
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11 WHEREAS, the Shareholder of the Corporation may designate “Quorum purposes only” by checking the  
12 box so indicated on the proxy card/form, for which the proxy card/form will be used to constitute a quorum  
13 at the Annual Meeting of Shareholders, but not for voting purposes on the election of directors or on  
14 matters that come before the membership at the meeting.  
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16 BE IT RESOLVED THAT, it is the will of the Board of Directors that the Secretary of the Corporation shall  
17 act in conformity with the direction of the Board of Directors while in the capacity of proxy holder for a  
18 Shareholder of the Corporation; and  
19

20 BE IT RESOLVED THAT, the Secretary of the Corporation shall be the proxy holder, by default, if the  
21 Shareholder fails to appoint a proxy holder; and  
22

23 BE IT RESOLVED THAT, in the event the Board of Directors fails to make a resolution, or give other  
24 direction by a motion as to the manner in which the Secretary of the Corporation shall vote as the proxy  
25 holder for the election of directors, then the Secretary of the Corporation is authorized to vote the proxies  
26 herein described in a manner that distributes an equal number of votes being cast among all candidates  
27 listed on the slate of candidates presented by the Mutual’s Nominating Committee; and  
28

29 BE IT FURTHER RESOLVED that, in the event the Secretary of the Corporation fails to attend the Annual  
30 or Special Meeting of the Mutual, the President of the Mutual Corporation shall act in the Secretary’s stead  
31 for the election of directors or on matters that come before the membership at the meeting.  
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**Document History**

Adopted: March 2021

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33