

**SEAL BEACH MUTUAL NO. ONE****Shareholders Meeting****Proxy Card/Form**

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

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9 WHEREAS, the Shareholder of the Corporation may appoint another Shareholder of the same  
10 Mutual or the Secretary of the Corporation as their proxy holder by writing "the person's name"  
11 or "Secretary" on the proxy card/form; and

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13 WHEREAS, the Shareholder of the Corporation may designate "Quorum purposes only" by  
14 checking the box so indicated on the proxy card/form, for which the proxy card/form will be used  
15 to constitute a quorum at the Annual Meeting of Shareholders, but not for voting purposes on the  
16 election of directors or on matters that come before the membership at the meeting.

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18 BE IT RESOLVED THAT, it is the will of the Board of Directors that the Secretary of the  
19 Corporation shall act in conformity with the direction of the Board of Directors while in the capacity  
20 of proxy holder for a Shareholder of the Corporation; and

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

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

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32 BE IT FURTHER RESOLVED that, in the event the Secretary of the Corporation fails to attend  
33 the Annual or Special Meetings of the Mutual, the President of the Mutual Corporation shall act  
34 in the Secretary's stead for the election of directors or on matters that come before the  
35 membership at the meeting.

**Document History**

Adopted: March 2021

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