

**BCPOA General Meeting Proxy Form**

I hereby authorize \_\_\_\_\_ to serve as my proxy  
(Name/Affiliation)  
and to vote on my behalf at the \_\_\_\_\_ meeting  
(Specify meeting)  
to be held on \_\_\_\_\_ .  
(Date)

This proxy is valid for:

- | | All Matters voted on at the Meeting
- | | Specific Issue/Matter (please explain below)

\_\_\_\_\_ Name

\_\_\_\_\_ Signature

\_\_\_\_\_ Date

**BCPOA Bylaws**

**Section 8. GENERAL MEETINGS.**

(b) In its resolution setting the date, place, and hour of the general meeting, the Board shall designate a date that is no more than sixty days prior to date of the general meeting as the "**Record Date**" for the general meeting. Members on the Record Date ("**Voting Members**") shall be entitled to vote at that general meeting.

(c) The notice shall include reference to a proxy form, posted on the corporation's website, that may be used by Voting Members unable to attend the general meeting in person. A proxy (which need not be on the form on the corporation's website) (i) may be given only to another Member, (ii) must be delivered to the Secretary no later than one day prior to the general meeting, (iii) shall be revocable at any time prior to the general meeting, and (iv) may be a general proxy or a proxy limited to one or more particular issues.

(d) The Secretary shall collect and tabulate the proxies for a general meeting. Any dispute over the validity of a proxy shall be resolved by the Board in advance of the general meeting.