



Delegate Voting

There is often confusion about “delegate” voting in the conduct of association business. This paper is intended to explain the meaning of delegate voting and under what circumstances it is used.

What is “delegate voting”?

Delegate voting is available at the annual meeting and any special membership meeting that is called pursuant to the by-laws. Big I New York’s by-laws provide for delegate voting under Article VII, Section 4. Delegates, along with alternates, are named by the local associations they represent. The delegates must be certified, which means that they must be named and submitted to the association prior to the start of a meeting. Each delegate is assigned a block of votes, representing the actual membership count from that local association area, determined not later than ten days prior to the meeting.

What is a proxy vote?

Most votes taking place at the annual meeting or a special membership meeting are done through proxy voting. A proxy is sent to each member agency in good standing prior to the meeting, outlining the issue to be voted upon. The Nominating Committee sends its proposed slate for the election of officers and directors for each annual meeting. In addition, there would also be a proxy for any other issue to be voted on by the membership such as a change to the by-laws. When a member agency returns its signed proxy to the association, it is indicating its desire to have that vote registered by the legal proxy on its behalf at the meeting. The proxy vote is registered as a vote in favor, unless the member agency indicates otherwise. At the meeting, the proxy votes are cast by the Chair of the Board (formerly the President) or the President & Chief Executive Officer (formerly the Executive Vice President).

When is delegate (“roll call”) voting used and what is the procedure?

During a business meeting of the association (either the annual meeting or a special meeting), any member in attendance can call for a delegate, or “roll call”, vote. At the time the vote is called for, the presiding officer (generally the Chair of the Board) will ask “by what authority”? There must then be a total of twenty-five members who call for a delegate vote.

If a delegate (roll call) vote is properly demanded, the Chair of the Board will first call the roll, and then announce that the ballots of local associations represented by a certified delegate will be counted first, followed by any individual votes.

At that point, all proxies from areas represented by a certified delegate are disregarded. The only proxies that are counted are those from member agencies not represented by a delegate, either because there is no local association in their area or their delegate is not present. Each certified delegate (meaning a delegate appointed in advance by a local association that has advised Big I New York in writing) then casts a vote for the total number of member agencies represented. Those in attendance at the meeting may cast their own vote only if a delegate does not represent them. If a local association has not appointed a certified delegate, there can be no “block” vote and members in attendance from that local association will vote individually. Members who do not belong to a local association may also vote individually. Any member that votes individually will be asked if they are revoking a previously sent proxy.

Important Note:

Because of the complexity of the voting process, and the need to certify the votes counted, it is entirely possible that a final tally of the voting results at a particular meeting may not be available immediately. Every effort is made to certify a vote and have it reviewed by counsel as quickly as possible.

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