

Voting Regulations

The National Executive Committee makes the following regulations under rule 53 relating to voting on motions at a General Meeting and these regulations shall come into force on 26th September 2020.

1. These regulations shall apply where the National Executive Committee has decided that in exceptional circumstances it is necessary to hold a General Meeting, convened under the society's rules, solely by an online communication system;
2. For the purposes of paragraph 1, an online communication system is one where a computer or other electronic equipment is used to connect members so that each member has the ability to see, hear and speak with each other irrespective of their physical location;
3. Any member entitled to vote at a physical General Meeting shall have the same voting entitlement at an online communication General Meeting subject to the provisions relating to proxy voting in paragraph 7;
4. For the purposes of paragraph 3, a physical General Meeting is one where members attend together at a specific venue in person;
5. All voting shall be carried out as the Chair of the meeting shall direct;
6. In the event of a member having an unstable electronic connection which results in a poor or no image of self visible to the Chair of the meeting, but in all other respects is online, providing that the Chair of the meeting is satisfied that:

- (a) the person online is a member qualified to vote under rule 8A (e); and
- (b) the member's voting intention is clear;

the Chair shall allow the vote, otherwise the vote shall be disallowed.

7. A member who is unable to participate in an online communication General Meeting may appoint a proxy who shall be the Chair of the meeting and the procedures set out in the Schedule shall apply to proxy voting.

8. The Chair of the meeting shall have power to determine matters not provided for in these regulations in relation to voting.

SCHEDULE

PROCEDURES RELATING TO PROXY VOTING

- (i) After the agenda for a General Meeting has been issued, a member who is qualified to vote under rule 8A (e) may nominate the Chair of the General Meeting as a Proxy to vote on their behalf;
- (ii) For the purposes of paragraph (i), a person who has nominated a "Proxy" is known as a "Principal";
- (iii) A Principal must provide an authorisation in writing or electronically, confirming that the Proxy may vote on their behalf and shall include directions on how the Proxy is to vote on each motion included in the agenda for the meeting;
- (iv) For a Proxy vote to be valid, a Principal must send their authorisation and voting directions on each motion included in the agenda to the National Secretary, or such other person appointed by the National Chair, so as to be received no later than 12.00 noon the day before the General Meeting and the National Secretary or such other person appointed shall confirm that the Principal is a person who is entitled to vote;
- (v) The appointment of a Proxy by a Principal shall be irrevocable for the General Meeting to which it relates;
- (vi) When voting on a motion at a General Meeting, the Chair of the meeting shall cast proxy votes in accordance with the directions given by the Principals and such votes shall be added to the tally of other votes cast;

(vii) Proxy voting shall not be permitted in respect of voting on a motion for the expulsion of a member under rule 38.