



DELEGATE AGENDA REPORT

DATE : May 14, 2025
TO : Delegates
FROM : TMC Board of Directors
RE : **Bylaw Amendment for Delegate Voting and Election Rule Revisions**

Resolution

The Delegates approve the proposed amendment to Article IV, Section 4.7.1 as presented.

Background

The Board and Management worked with Talega's general counsel, Delphi Law Group, on an amendment to the Bylaws that would allow for all properly cast proxies and ballots to be counted with or without a Delegate ballot.

The matter is being placed on the Delegate Meeting agenda for the required approval.

Revised election rules which incorporate new laws (reduction of quorum, electronic voting) as well as the revisions regarding casting of delegate votes when a delegate does not show up for a delegate meeting have been drafted and will be distributed for the required 28-day comment period upon Delegate approval of the Bylaw amendment.

Electronic voting has already been incorporated into TMC's 2025-2026 annual policy statement and required 2025 annual information request form as follows:

PLEASE NOTE: If your preferred contact method is email, it will be presumed that you have opted in to vote by electronic secret ballot unless you opt out in writing to the Association. Please be advised that you may change your preferred method of voting no later than (90) days before an election and will receive notice at least (30) days prior to this deadline reminding you of your right to opt out of voting by electronic secret ballot notwithstanding that your preferred delivery method is email.

Documents for Review

1. Proposed 1st Bylaw Amendment
2. Proposed Revised Election Rules – Draft