

## Voting Procedures for CHORUS Board of Directors Elections

Elections for the CHOR, Inc. (d/b/a CHORUS) Board of Directors will be held at the Annual Meeting. The 2019 Annual Meeting will be held on February 6, 2019 at the Ritz-Carlton, 1150 22<sup>nd</sup> Street N.W., Washington DC from 1 – 2 pm.

The Nominating Committee has put forward a slate for the CHOR, Inc. Board of Directors. The candidates are nominated to be elected for three-year terms to fill 6 available Board seats.

The 2019 slate of nominees are:

NAME	ORGANIZATION	TERM (yrs)
David Crotty	Oxford University Press	2019 - 2022
Scott Delman	Association of Computing Machinery	2019 - 2022
John Sack	HighWire Press	2019 - 2022
Matthew Salter	American Physical Society	2019 - 2022
Judy Russell	University of Florida, Gainesville	2019 - 2022
Rick Anderson	University of Utah	2019 - 2022

### Voting Rights

Each Publisher Member and Each Affiliate Member has one vote that may be voted in person by its “Member Delegate” or by a proxy signed by its Member Delegate. The default Member Delegate is the person listed as the Business Contact in the Membership Agreement, unless the organization (via its Member Delegate or Chief Executive Officer) indicates otherwise.

The Corporate Secretary will appoint 2 members of the current board or executive staff to authenticate and count the vote. All members will receive notification of the election results by email shortly after the February 6<sup>th</sup> election.

### Instructions for Voting by Proxy

Even if you plan to attend the meeting in person, we ask that you grant a directed proxy to ensure that we have a quorum. The proxy holders are: Fred Dylla and Howard Ratner.

Please sign, date, and return the proxy, even if you are planning to attend the Annual Meeting in person. This will not prevent you from voting in person, since your vote at the Annual Meeting would supersede your proxy vote.

Signed proxies can be scanned and emailed to Tara Packer at [tpacker@chorusaccess.org](mailto:tpacker@chorusaccess.org), or mailed to CHORUS, 72 Dreyer Avenue, Staten Island, NY 10314, USA.

Signed proxies must be received by mail no later than Friday, January 25, 2019 by 5 PM EST or by email by Thursday, January 31, 2019, by 12 midnight EST.

It is very important to return the proxy to ensure that there is a quorum for the meeting.

Robert Harington  
Secretary, Board of Directors, CHOR, Inc.

# CHOR. INC, d/b/a CHORUS

## PROXY

**KNOW ALL MEN BY THESE PRESENTS**, that the undersigned Member in CHOR, Inc., a Delaware non-stock, non-profit corporation, d/b/a CHORUS (the "Corporation"), does hereby constitute and appoint Fred Dylla and Howard Ratner, or either one of them, the true and lawful substitute, attorney and proxy, with full power of substitution and revocation, for, and in the name, place and stead of, the undersigned, to vote, according to the number of votes which the undersigned would then be entitled to cast, and with all the powers which the undersigned would be entitled to exercise, if personally present, at the meeting of the Members, to be held on February 7, 2018, or at any adjournment of such meeting, upon any matter coming before such meeting or adjournment, and does hereby revoke all proxies heretofore given by the undersigned as a Member in the Corporation. This proxy is irrevocable.

Unless you indicate otherwise in writing on this proxy form, your proxy will vote for the persons set forth on Exhibit A as Directors of the Corporation, each for the indicated term ending at the appropriate Annual Meeting.

A proxy can be superseded, but only in its entirety, by voting in person at the Annual Meeting, or by a subsequent proxy delivered in hard copy, or online. Signed proxies must be received no later than Friday, January 25, 2019 by mail to CHORUS, 72 Dreyer Avenue, Staten Island, NY 10314, USA or by January 31, 2019, via email to [tpacker@chorusaccess.org](mailto:tpacker@chorusaccess.org).

Signed on \_\_\_\_\_ [date]

Corporate Name of Member: \_\_\_\_\_

(please print)

By (signature): \_\_\_\_\_

Name:

Title:

**It is VERY important to return the proxy to ensure that there is a quorum for the meeting.**

Email a scanned signed copy to [tpacker@chorusaccess.org](mailto:tpacker@chorusaccess.org) or send by mail to CHORUS, 72 Dreyer Avenue, Staten Island, NY 10314, USA.

**Exhibit A:** Nominating Committee Proposed Slate Board of Directors, CHOR, Inc. (d/b/a CHORUS)

<b>NAME</b>	<b>ORGANIZATION</b>	<b>TERM (yrs)</b>
David Crotty	Oxford University Press	2019 - 2022
Scott Delman	Association of Computing Machinery	2019 - 2022
John Sack	HighWire Press	2019 - 2022
Matthew Salter	American Physical Society	2019 - 2022
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