

Important Notice for SMRA Members

Please Read Carefully

We Need Your Vote!

Each April, the Officers and Directors who conduct the affairs of Saw Mill River Audubon, Inc. are elected at our Annual Meeting of Members. Given the broad scope of our activities and the associated fiscal and legal responsibilities, it is absolutely **essential** that we have a quorum for this purpose. Because receiving a predetermined number of proxies is required by NY State Corporate Law, all members are urged to immediately fill out and return this ballot to our office address: Saw Mill River Audubon, 275 Millwood Road, Chappaqua, New York 10514.

WE URGE YOU TO ACT PROMPTLY, *whether or not you plan to attend our 2019 Spring Dinner* which will include our brief Annual Meeting. To cast your vote, simply complete the Proxy Statement on the bottom of this page. Be sure to include the date and your signature(s), as instructed, before mailing it in time to reach us well before the Annual Meeting on Sunday, April 28, 2019.

You may also vote online at www.sawmillriveraudubon.org/proxy

Our brief Annual Meeting will be held on Sunday, April 28, 2019 at 7:00 pm at the New Castle Community Center, 10 Senter Street, Chappaqua, New York at our 2019 Spring Dinner. Please visit www.sawmillriveraudubon.org/dinner for more details and reservations for this event.

**Not sure if you are currently a member of SMRA?
Check the expiration date on your mailing label.
An asterisk (*) means you are receiving a complimentary newsletter
and are not a member. Please call our office at
914-666-6503 if you have questions or would like to renew.**

PROXY BALLOT

Please sign below, complete ballot on reverse and detach to return to SMRA office

I (we), the undersigned, revoking previous proxies, hereby appoint Valerie Lyle, Thomas Ruth, Thomas McEnerney or any one or more of them, attorneys, with full power of substitution, to vote as my (our) proxy the number of votes I (we) should be entitled to cast if personally present at the 2019 Annual Business Meeting of SAW MILL RIVER AUDUBON INC, to be held **Sunday, April 28, 2019 at 7:00 pm at the New Castle Community Center, 10 Senter Street, Chappaqua, New York** and any adjourned meeting thereof as follows:

- 1. For the Restatement of the Certificate of Incorporation**
including to convert from voting members to a self-perpetuating Board of Directors;
- 2. For the election of Officers and Directors**, as nominated by the Nominating Committee; and
- 3. For the transaction of such other business as may properly come before the meeting.**

**Please print your name(s) in the space(s)
provided below and then date and sign
in the space(s) on the right**

Date _____

SIGNATURE, MEMBER 1

SIGNATURE, MEMBER 2



275 Millwood Road • Chappaqua, New York 10514

914.666.6503 • office@sawmillriveraudubon.org • www.sawmillriveraudubon.org

The mission of Saw Mill River Audubon is to maintain environmental quality for all living things by protecting natural ecosystems through education, advocacy and habitat conservation. Our members and donors come from dozens of communities in northwestern Westchester County. We connect people with nature through our public programs and field trips, school and community group programs, and eight sanctuaries. We protect more than 300 acres of wildlife habitat and open space in our eight local sanctuaries and maintain a native plant arboretum and butterfly and hummingbird garden. We receive no government funding and rely upon local contributions to support our local environmental mission.

Instructions for Voting

Members who hold **individual memberships** are entitled to only one vote and should use only one of the two boxes provided for this purpose. However, according to the bylaws of the Saw Mill River Audubon, Inc. each **household membership** is entitled to cast two votes. To exercise this privilege, two signatures are required and both of the boxes by ballot items should be marked as instructed.

- **ITEM ONE BELOW is a vote to approve our Restated Certificate of Incorporation.** The Restated Certificate of Incorporation updates the original Certificate of Incorporation (dated April 18, 1963, as amended on August 31, 1998) to reflect contemporary governance practices and revisions to the New York Not-For-Profit Corporation Law. Among other revisions, member voting is eliminated in favor of a self-perpetuating Board of Directors. The Board of Directors recommends a vote to approve this item.
- **ITEM TWO BELOW elects our board officers and members.** You may simply check the box at ITEM TWO that votes for all nominees OR you may withhold support for specific nominees by checking the box to withhold support and then checking boxes by individual names.

PLEASE COMPLETE THE REVERSE SIDE AND DETACH TO RETURN TO ADDRESS ABOVE

- I (we) vote to approve the Restated Certificate of Incorporation. *As recommended by SMRA Board.*
 I (we) vote against the Restated Certificate of Incorporation
- I (we) vote for all nominees.
 I (we) withhold support for specific nominees as indicated below.

Nominees for Officers (One Year Terms)

- | | |
|---|--|
| <input type="checkbox"/> <input type="checkbox"/> President Valerie Lyle | <input type="checkbox"/> <input type="checkbox"/> Treasurer Thomas McEnerney |
| <input type="checkbox"/> <input type="checkbox"/> Vice President Thomas Ruth | <input type="checkbox"/> <input type="checkbox"/> Recording Secretary ... William Kellner |
| <input type="checkbox"/> <input type="checkbox"/> Board Chairman Richard Saravay | <input type="checkbox"/> <input type="checkbox"/> Historian Ellen Heidelberger |

Nominees for Directors (with expiration of term)

- | | | | |
|--|--|--|---|
| ----- 2021 ----- | | ----- 2022 ----- | |
| <input type="checkbox"/> <input type="checkbox"/> Louisa Gagliardi | <input type="checkbox"/> <input type="checkbox"/> Earl DePass | <input type="checkbox"/> <input type="checkbox"/> Brian Kluepfel | <input type="checkbox"/> <input type="checkbox"/> Lynn Salmon |
| | <input type="checkbox"/> <input type="checkbox"/> Roger Garrison | <input type="checkbox"/> <input type="checkbox"/> Valerie Lyle | <input type="checkbox"/> <input type="checkbox"/> Jean Sparacin |
| | <input type="checkbox"/> <input type="checkbox"/> Rik Kaufman | <input type="checkbox"/> <input type="checkbox"/> Thomas McEnerney | |

SIGNATURE, MEMBER 1

SIGNATURE, MEMBER 2
