

Proxies: When are they valid?

Washington law allows Association members to vote by proxy if authorized by the community's Governing Documents. Proxies cannot be used for board meetings. Aside from the specific requirements below, each community's Governing Documents must be examined for additional requirements.

Condo Associations

For condo Associations, a proxy must satisfy all of the following requirements:

- A) It must be on paper or in some other kind of tangible form (or can be by electronic transmission, such as email)¹
- B) It must be in writing²
- C) It must be dated³
- D) It must be signed (or if by email, sufficiently identify the sender)⁴
- E) It cannot specify that it is revocable without notice⁵

HOAs

The HOA Act does not contain specific requirements for proxies. However, if an HOA is a nonprofit corporation, its proxies must satisfy the following requirements:

- A) It must be on paper or in some other kind of tangible form (or can be by electronic transmission, such as email);⁶
- B) It must be in writing;⁷ and
- C) It must be signed (or if by email, sufficient to identify the sender)⁸

Duration and Use of Proxies

A proxy is only valid for eleven months, unless otherwise stated in the proxy.⁹

Proxy votes by Association members may count towards quorum requirements.¹⁰

Proxies cannot be used for Board meetings. While Washington's statutes neither specifically authorize nor prohibit voting by proxy for Board members, it is generally accepted that allowing proxy voting by Board members is inconsistent with the duties and responsibilities entrusted personally to them.¹¹

¹ RCW 24.03.005 (Definitions); RCW 24.03.085 (Voting); RCW 24.06.005 (Definitions); RCW 24.06.110 (Voting).

² RCW 24.03.005; RCW 24.03.085; RCW 24.06.110; RCW 24.06.005.

³ RCW 64.34.340 (Voting – Proxies) (applicable to New Act and Old Act condos).

⁴ RCW 24.03.005(12)-(21); RCW 24.03.085; RCW 24.06.110; RCW 24.06.005.

⁵ RCW 24.03.005(14), RCW 24.06.005(17).

⁶ RCW 24.03.005 (Definitions); RCW 24.03.085 (Voting); RCW 24.06.005 (Definitions); RCW 24.06.110 (Voting).

⁷ RCW 24.03.005; RCW 24.03.085; RCW 24.06.110; RCW 24.06.005.

⁸ RCW 24.03.005(14), RCW 24.06.005(17).

⁹ RCW 64.34.340(2).

¹⁰ See chapter entitled: "Quorums: What are they and how are they met?" for more details.

¹¹ Board members may vote after receiving and reviewing information provided to them by an Association manager, subcommittee, or other person or entity, but cannot give their vote to another person.