

# The New York Times

© 2009 The New York Times

NEW YORK, SUNDAY, SEPTEMBER 6, 2009

## Q & A

### Voting Shares At Co-op Buildings

**Q** I live in a Brooklyn co-op. At our annual meeting, voting is based on the number of shares we own, as opposed to one vote per apartment. How are the shares owned by the co-op handled in this count? Do we need 50 percent of the total shares outstanding to have a quorum, or do we need only 50 percent of the tenant-shareholder-held shares. The by-laws do not address this issue.

**A** "It is legally permissible to have one vote per apartment, but almost all New York co-ops vote by the number of shares held by shareholders," said Howard Schechter, a Manhattan co-op lawyer.

"Unless the corporate documents provide for a greater or lesser number, the holders of a majority of shares entitled to vote at a meeting constitute a quorum, and unless the corporate documents impose other qualifications, each shareholder of record is entitled to one vote at every meeting for each share in his name on the corporation's record of shareholders," he said.

Shares held by the corporation, Mr. Schechter noted, are called "treasury shares" and are not entitled to vote. Since these shares cannot vote, they are not considered in determining a quorum.