**Proxy Agency**

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### 1. Introduction

In proxy agency, what one person or group does, under appropriate conditions, counts as another agent or group having done something. Proxy agency is a common form through which institutional agency is expressed. For example, when an organization’s spokesperson performs an utterance act in the right conditions, the organization is taken to have announced something. When a corporation’s lawyers file bankruptcy papers, the corporation is said to file for bankruptcy. When the Senate ratifies a treaty, the United States is said to have entered into it. Proxy agency is not limited to groups. An individual may have a spokesperson, or assign a power of attorney to allow a proxy to close on a home sale. Even in these cases, proxy agency depends on a larger social context. How is proxy agency possible? What are its mechanisms? What does it show about institutional agency, in particular?

### 2. Preliminary Observations

Not just anyone can be a proxy agent for a group. A proxy agent must be authorized to act for the group. This is why the proxy agent’s acting licenses saying that the group thereby acts as well. Similarly, not just anything a proxy does counts as the authorizing group acting. Only certain things count, in certain circumstances, within certain constraints. For example, the group’s spokesperson, in the simplest case, is given a message to deliver to an audience. Only the delivery of the authorized message counts as the group’s announcing anything. Furthermore, success requires that the audience recognize the spokesperson to be acting in her role as spokesperson. Thus, there must be not only arrangements within the group about the spokesperson, but also between the group and its audience. This second arrangement between the group with its proxy, and those with whom it interacts thereby, plays a crucial role in enabling what the proxy does to count as the group doing something. These observations guide the following discussion. Before we apply them, we must first introduce some additional concepts employed in the account.

### 3. Essentially Intentional Action Types

The first concept is that of an essentially intentional action type. All actions by proxy agents qua proxy agents, and by the groups acting through them, are essentially intentional action types. Essentially intentional action types fall into two basic categories (which can be combined). The first subsumes action types being performed with an intention to achieve a certain end. Examples are searching for your lost keys and checking a calculation. These can’t be unintentional because they are defined in terms of an intended goal. To search for your keys is to engage in behavior guided by the intention to find your keys. The second subsumes action types characterized in terms of a pattern of activity that is instantiated intentionally by its agent. Examples are walking and singing (for individuals), performing the Goldberg variations, having a conversation, shaking hands, playing chess, and dancing the tango. We focus on the latter category. I will call these action types essentially intentional pattern activities (IPAs). The key fact about IPAs is that they can be analyzed into at least two components. The first is a pattern of activity that can be instantiated unintentionally but need not be. The second is the requirement that the pattern be instantiated by the agent intentionally. When the activity pattern involves multiple agents, it requires the pattern be instantiated by the agents jointly intentionally, that is, by their executing a shared intention to instantiate the activity pattern.

### 4. Constitutive Rules and Agency

The second concept is that of a constitutive rule. Rules are often expressed using imperatives (drive on the left-hand side of the road) or statements of permission or constraint (a pawn may be advanced one or two squares the first time it is moved). Rules have descriptive content, e.g., drivers drive on the left in the United States, pawns are advanced one or two squares the first time they are moved. We turn descriptive statements about patterns of action into rules when we treat their content as guiding or constraining action for an agent or a group of agents, taken as their subjects. For convenience, I will call a description of an action pattern a descriptive rule.

A rule may merely regulate or also partly constitute the activity that it governs. Regulative rules govern a type of activity that can exist independently of the rules being followed. Robert’s Rules of Order (RRO) for meetings are regulative rules because the type of activity they govern can occur independently of the rules being followed. Following RRO presupposes a meeting but does not constitute holding one, for if people following RRO stop, they may continue to conduct a meeting, and meetings would occur even if no one ever formulated RRO. In contrast, constitutive rules, as Searle put it in classic discussion, “do not merely regulate, they create or define new forms of behavior” (1969, p. 33). Constitutive rules are rules the intentional following of which partially constitute of activity that they govern. The rules of chess are constitutive rules. If no one had formulated the rules, it would be impossible to play chess. Two people intentionally following the rules constitutes playing chess, and unless they are (largely) following the rules intentionally, they cannot be counted as playing chess at all.

What are constitutive rules? Constitutive rules govern IPAs. What makes the rules constitutive of them is that they are action types that can be analyzed into a pattern of activity plus the requirement that they be instantiated intentionally—often with other requirements, as in competitive games that the participants strive to win. Thus, constitutive rules are always constitutive relative to an action type. In essence, a descriptive rule (expressing a pattern of activity) yields a constitutive rule relative to an action type defined in part in terms the activity pattern being instantiated intentionally. Every regulative rule is therefore a constitutive rule relative to a type of activity that requires those rules to be followed for its instantiation. If we define a *parliamentary* *meeting* as one that is held in accordance with RRO, they are constitutive rules for that action type. For constitutive rules governing joint action, the requirement is (inter alia) that the agents bring about the activity pattern by executing a shared intention to do so (see chapters 3-4).

Constitutive rules provide a special mechanism for the expression of agency. In general, one is an agent of something if one brings it about by doing something else or one brings it about primitively, that is, not by doing anything else. There are various determinate ways of bringing one thing about by doing another (Ludwig 2007, 2010; Davidson 2001). For example, one is an agent of any event that something one does causes. A more determinate form of causal agency is doing something without the intervention of the agency of another. Many ordinary action verbs require this form of “direct causation” (as I will call it). For example, you cannot butter your bread by having someone else butter it for you. You are a causal agent of it but not in the way verb requires. One may be a constitutive agent of an event if something one does contributes constitutively to bringing it about. One can color a wall by painting it blue. Painting it blue constitutes coloring it. One is likewise a constitutive agent of surrounding a house if one forms part of the group of people arranged around it. Similarly, when following a constitutive rule one is a constitutive as well as a causal agent of the action of that type. For one aims to realize an essentially intentional action type whose instantiation partially involves one’s (largely) following the rules intentionally. Thus, the actions of two people playing chess do not merely cause but also constitute their playing a game of chess.

### 5. Status Functions and Status Roles

The next concept we need is that of a status function ((Searle 1995), chapter 26, this volume). A status function is a function that an object, event, state, process, person or group has in a social transaction that it can serve only if the parties to the transaction collectively accept that it is to serve that function. Examples are being a $20 bill, a royal seal, a pawn or king in chess, a border between two states or counties, a driver’s license, a professor, or policeman, or senator. The last three are status roles.

We can relate status functions to constitutive rules. The rules of chess introduce the term ‘king’ for a piece that plays a particular role in the game. The concept of a king is a role concept. The role is specified by the constitutive rules for chess. However, what counts as a white or black king for a particular game of chess depends upon the participants coordinating on the same things to play those roles. This coordination is a form of collective acceptance of the particular objects as playing the roles of the white and black kings. The coordination is required by the fact that the rules specify functional roles for objects in a social transaction in terms how agents are to use them without specifying what things are to have those roles. That is why collective acceptance is required for those objects to serve the functions they are given.

Status functions can be attached to particular things, such as a royal seal, or the President of the United States. But they can also be attached to types of things, such as bills and coins in various denominations produced in accordance with an authorized pattern by an official mint. Types or particulars (for recurring use) to which status function have been attached have their status functions even when not being used in service of the function. They have them in virtue of the dispositions of members of the community to use them in accordance with their functions (their conditional we-intentions—see (Ludwig 2014, 2016, 2017, 2015), Chapters 3-4, this volume).

Status roles are a type of status function (see Ludwig 2014, 2017). A status role is a status function assigned to an agent whose function (ideally) requires the agent’s intentional exercise of agency *in that role*. When the agent is a party to the collective acceptance that he have that role we call it an *agent status role.* All roles involving agents exercising their agency in institutional roles are agent status roles: policeman, judge, lawyer, employee, professor, student, senator, governor, general, private, and so on. However, not every status role assigned to an agent need be accepted by the agent. POWs are expected by those who assig them that role to behave in accordance with rules connected with their status. Thus, they are assigned a type of status role. But it is not expected that POWs be party to the collective acceptance that they be POWs and so follow the rules for that reason. The rules are rather enforced on those so designated under threat of sanction, and there are provisions for what to do if the POWs do not cooperate. We will be concerned in the following with agent status roles, and I will use ‘status role’ henceforth to mean ‘agent status role’.

### 6. Proxy Agency: the case of the spokesperson

Proxy agency rests on the possibility of defining a status role whose function is (in part) to assign status functions to objects, or whose function is defined (in part) in terms of the products of agency in that role having certain status functions. Let me explain with the example of the group spokesperson.

The spokesperson functions in a transaction between a group and an audience. When the spokesperson performs an utterance act under the right conditions, the group thereby (formally) commits itself (to the audience) to act in accordance with the content of the utterance act, and the group is counted as having announced something. How is this possible? To get the clearest view of the mechanism, take the simplest case of a spokesperson appointed and given a message to deliver by group consensus.

Only in virtue of the group authorizing the spokesperson and her message (by appointing her and providing it) can what the spokesperson does count as the group saying something. In addition, for the mechanism to perform its function, the intended audience must be in on the arrangement. Thus, the spokesperson plays a role in a social transaction between group and audience. The concept of the spokesperson is therefore that of a status role whose function is expressed in the occupier performing utterance acts with authorized contents in circumstances in which the audience can recognize that she is performing in her role as spokesperson. When the group authorizes someone to be a spokesperson, the group assigns her the status role in accordance with an at least tacit agreement with the audience that they will coordinate in the relevant social transaction on the object so designated. The audience then is to attend to the spokesperson’s utterance acts in her role as spokesperson. The spokesperson’s utterance acts in that role count as the group’s announcing something because the parties accept this mechanism for the purpose. This provides those utterance acts with a certain status function—the vehicle that conveys the content to which the group implementing the mechanism commits itself.

Authorization is the key to the mechanism. Without this, the group cannot announce via what anyone says any commitments. So the group’s agency, contrary to initial appearances, is required for what the spokesperson does to count as their doing something. The members of the group are agents of the group announcement both causally and constitutively. In the case of the consensus choice, it is clear that each member of the group contributes to the authorization, and so each is constitutively an agent of the group announcement. We will look at more complicated cases in the next section. Importantly, the concept of a group announcement is different than that of an individual speech act. The same word is used but with a different significance. I return to this in section 8.

### 7. Proxy Agency Expanded

There are at least three different dimensions along which we can construct forms of proxy agency more complicated that the simple case considered in the previous section.

(a) Proxy Agent Autonomy. In many cases, it is expedient to allow a proxy agent more autonomy in representing the group than the spokesperson above, who functions merely as a mouthpiece for the group. Typically a spokesperson is given considerable freedom in representing the position of a group and answering questions about policy. A proxy agent may also have the authority to formulate policy, or to make decisions, e.g., about the allocation of resources. These count as decisions made by the group (communicated as official decisions) in virtue of the person in the role being authorized to make them. Many of the official acts of organizations involve decisions by its agents exercising their authority with respect to the matters that lie within their range of responsibilities. For example, human resource departments have the authority to hire employees, determine benefits, adjudicate claims, and so on. These count as the organization as a whole hiring, determining benefits, and so on. Admissions committees for academic departments are authorized to make offers, which count as the department and the university making offers. President Truman’s issuing executive order 9981 to desegregate the Armed Forces counted as the United States desegregating the Armed Forces.

Proxy agent autonomy entails that the group does not always act intentionally in the specific way that the proxy chooses in exercising her authority. In assigning a spokesperson and message by consensus, we can say that the members of the group shared an intention to announce the content of the message. If the group gives a proxy autonomy with respect to handling certain matters officially for the group, then while it is still an agent of what the proxy brings about insofar as that involves creating status functions that rely on the authorization, the group does not bring those things about intentionally under the specific descriptions given by the proxy’s intentions. Take the case of a proxy for an individual agent, where this is clearest. If I assign a power of attorney to someone to handle my investments, giving her the freedom to invest my assets in accordance with her best judgment, I count as buying and selling stocks and bonds and the like, but I do not intentionally buy and sell the particular stocks and bonds my agent buys and sells in my name. I can be said to be intentionally handling my investments through my agent, but not intentionally undertaking the particular transactions that result. Similarly, if a club decides to hire office staff, and delegates to the club’s president, when the president hires staff, the club does. But while the president intentionally hires the particular people the club hires, say, John Smith and Mary Jones, the club members do not share an intention to hire the John Smith and Mary Jones in particular. In this sense the club per se did not intentionally hire the particular people it hires. If we say that the club intentionally hired them, what we mean is that it intentionally hired staff, not the particular staff members hired, or that the appropriate agent of the club intentionally hired those particular people.

A corollary is that institutional groups can act without all members of the group knowing that it is doing so. What autonomous proxy agents bring about count as the group’s bringing about particular events, but because their initiation and form is up to the proxy, other members of the group need not know what is being done by the group through authorized agents.

(b) Chains of Authorization. Second, proxies can be authorized to authorize others to act as proxies for the group. The same mechanism is at work. It requires recognition, by the group and its transaction partners, of the arrangements by which someone is to come to have the role of assigning further proxies for the group. For example, a legislature is a proxy agent for the citizens it represents, and it can in turn delegate authority to committees to decide, e.g., by majority vote, what legislation, in various areas, is to be voted on by the body as a whole. Virtually every organization of any complexity involves offices that have the power to assign to individuals or groups the power to act on behalf of the organization. The hiring and firing of employees by managers for positions in which they represent the firms is an instance of the pervasiveness the exercise of the power to assign (and revoke) proxy status. This is also an example of exercising decision-making autonomy with respect to who occupies further roles as proxy agents. Chains of authorization greatly extend the power and flexibility of proxy agency.

Chains of authorization are compatible with all members of a group being constitutive agents of what the group does through its proxies. Imagine an initial condition in which all members of the group participate in the assignment of the power to assign further proxy roles. Then as each is a constitutive agent of the first set of roles, and the possibility of the assignment of further proxies rests on this, they are likewise agents, partly causally and partly constitutive, of whatever those further proxies do in their official roles, and so of further assignments of proxy agents by them in turn, and so on. The members of the group become more distant causally from what the group’s proxies do, and because of the autonomy of the proxies most of what the proxies do the group cannot be said to be doing intentionally under the descriptions under which the proxies intend them, but they are still both causally and constitutively agents of what the proxies bring about. This is not to say that the particular concepts under which we bring what the proxies do also apply to the group. While representatives are proxies for citizens, and so citizens are agents of what their representatives do in their names, when legislators vote on legislation, the citizens do not thereby vote on legislation. I return to this point below.

### 8. Two Puzzles about Proxy Agency

(a) Joining an on-going institution. When new members are inducted into the group, prima facie they have not had any role in authorizing those already occupying such roles (and so no role in their authorizing of further proxies where they have the power to). Indeed, many organizations outlast their founders. In what way can late joiners be agents of what the proxies do in representing the group? If they are not, we must give up the idea that when groups act, all the members are agents in one way or another of what it does. In this case, we would get a form of autonomy of group agency from the agency of the totality of its members.

A first point to note is that even if this illustrates a mechanism by which a group may be said to act though not all its members contribute, it does not require a group level agent. It just requires a network of status roles in which some represent (in the sense above) the group in transactions with others. It is in virtue of there being arrangements for such representation, which are endorsed by the group and those with whom the group thereby interacts, that this is possible. But only individual agency is required at any stage in the creation and maintenance of these arrangements.

But a second, connected, point is that realization of these arrangements requires that they be accepted by those realizing them. The members of the group with proxies accept the arrangements by which they operate. In the most idealized case, upon joining an organization, someone accepts explicitly its organizational structure together with the powers invested in each role. Acceptance of membership in the group, marked overtly in some way, verbally, in writing, accepting an I.D. card, payment, etc., constitutes one’s co-authorization with the other members of the group of the organizational structure and the powers of each role. Typically, someone joining a complex organization does not know the details of its organizational structure and the powers of various roles. But one can still accept the structure, just as one can accept a contract without reading the fine print. Since it is constitutive of there being an organization with various status roles that its members jointly accept them and operate in accordance with them, acceptance upon joining an organization is a form of constitutive authorization of the roles and their bearers. There is, then, still a sense in which every member of the group contributes constitutively to what the proxy agents bring about in the name of the group, even if they were not party to the original authorizations.

More needs to be said in connection with cases in which membership is coerced, or someone joins (or makes as if to join) an organization under false pretenses, or one or more members are going through the motions, but this must be set aside for space constraints in the present context. See (Ludwig 2014; 2017) for further discussion.

(b) Assignment of Proxies by one group or agent for another. Sometimes a proxy may be assigned to a group or individual by a distinct group or individual. This can happen in at least two ways. First, as a group may assign to someone in the group the power to appoint proxy agents for it, so it may also assign the power to someone outside the group. In this case, the assignments of proxy agents for the group by the external agent is out of the group’s hands. But since what the external agent does in acting on behalf of the group she does in virtue of the group’s assignment of the power, the group members are still constitutive agents of the assignments and of the status functions assigned by the proxy agents assigned for them. As above, there can be institutional arrangements for this which one simply signs on to when joining a group. Second, a group may be a part of a larger institutional setting in which certain status roles are assigned by agents in the larger institutional setting. For example, the head of the US Office of Management and Budget, who has certain decision making powers for the Office, is nominated by the President and confirmed by the Senate, rather than chosen by members of the organization (though it may also be seen as a component of a larger organization of which it is a part). In this case, those who accept roles in the OMB sign onto the arrangements and so contribute constitutively to their operation.

There can also be institutional arrangements, in a legal system, for example, for the appointment of a legal representative of a person or group without their accepting the arrangement, for instance, when someone (a minor) or group (an insolvent bank) is thought not to be competent to perform certain functions. A guardian for a minor appointed by a court, charged with managing the minor’s assets, provides an example of someone who acts *for* an individual but who is not chosen by the individual or subject to his direction, and need not be endorsed by him or her. In this case, the person represented does not determine even indirectly who the person who acts officially for her is. What makes this possible is the existence of an institutional setting in which other agents accept that what the person assigned does in her official capacity is done in the name of the person for whom she acts.

Is this proxy agency? Despite its sharing some of the infrastructure of proxy agency, the answer is ‘No’. The core idea of proxy agency is that of one person or group acting through another who is authorized (directly or indirectly) by the group to perform actions that have a status function in social transactions with others. Authorization by the person represented is missing in the case of a court appointed guardian. This distinction is recognized in the way we talk about these cases. When I assign a power of attorney to someone who buys or sells property in my name, we say that I buy or sell the property. But when a court appointed guardian manages the assets of the person she represents, we say that she is acting for the person she represents, but we do not say that that person (the child, e.g.) buys and sells assets. Thus, we may distinguish between acting in someone’s name and being a proxy agent for someone. Someone who is a proxy agent for an individual or group is acting in the individual or group’s name, but not everyone acting in the name of an individual or a group is a proxy agent for that individual or group.

### 9. The language of proxy agency

We use terms both for what the proxies do and what groups (and individuals) do through their proxies. The President *negotiates* a treaty, the Senate *ratifies* it, and the United States *enters* into it. I give a power of attorney to someone to sign for me at closing. He *signs* the documents, but I *sell* the house. When we use distinct terms for the proxy’s move and what the principal thereby does, we have a clearer view of the mechanism. The proxy agent plays her part in the whole, like someone making a move in chess. When there is special interest in the move a proxy agent makes, we have a term that isolates it. Police officers act as our proxies in making arrests, and we are agents of those arrests thereby, but the verb ‘arrest’ takes as its subject the officer who places someone under arrest. Similarly, though citizens who vote for legislators are constitutive agents of the making of law, it is the legislature that passes laws and the legislators who vote on it. Sometimes, we use the same term for the move the proxy makes and what the group does through the proxy. We say that a company *announces a layoff* when its spokesperson does. We say that the United States declares war when the Congress does. I file bankruptcy papers when my attorney does (though I file for bankruptcy whereas my attorney does not). But even in the case where we use the same term, as we do for the spokesperson, it differs in significance when applied to the group and to the proxy. For what the group does, when the spokesperson acts, is to bring about a public utterance of a message in a way that confers on it the status of a group announcement. The spokesperson merely takes the last step. The spokesperson is not *the* agent of it. The spokesperson is the direct agent rather of the utterance act that has the relevant status. Part of the difficulty in seeing clearly the structure of proxy agency lies in the overlapping vocabulary we use to describe what is a moment in a group action and the group action as a whole.

### 10. Summary

Proxy agency is a central mechanism by which organizations carry out transactions with other organizations and individuals. The group authorizes the proxy by assigning a status role to the proxy. This occurs against background of conventions in the community providing for transactions involving agents with such roles. A status role is a special kind of status function. A status function is a function defined by constitutive rules for the use of an object (etc.) in an essentially intentional collective activity type, which is assigned, by a tacit agreement in the community using it, to a particular object or event, or type or object or event. A status *role* is a status function assigned to an agent who accepts the role and whose exercise of his or her own agency in the role is crucial to fulfilling the function assigned. In virtue of this, the proxy agent can represents a group in transactions with others when carrying out the functions of her role, typically by performing acts that themselves have or assign status functions or roles in turn. The members of the group, in virtue of the authorization, are constitutive as well as causal agents of what the proxy thereby does. Proxies may be authorized to act to a degree autonomously, and to assign other proxies to create chains of authorization. Co-authorization in ongoing groups consists in accepting one’s role in the organization as it is constituted. The power to authorize can be ceded to another, or be located with another in a larger institution in which an organization is embedded. We often have terms for both what the group does, *enter into a treaty*, and what the proxy does as a part of that, *ratify a treaty*. We sometimes use the same vocabulary for both: when the Congress declares war the United States does. The dual use of the same vocabulary can obscure the mechanism of proxy agency.

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