



NOTICE OF GENERAL MEETING

An APALA-NJ General Meeting will be held on **February 12, 2015 at 6:30 p.m.** at **Wong Fleming, P.C., 821 Alexander Road, Suite 200, Princeton, New Jersey 08543**. At this meeting, a vote will be taken to amend the by-laws. Please communicate your intent to attend in person by sending an e-mail to apalanjinfo@gmail.com, and complete and return the enclosed proxy ballot. If you are unsure whether you can attend the General Meeting, we urge you to sign and return the completed proxy so that it is received by Jhanice V. Domingo, Esq., APALA-NJ President, no later than **Monday, February 10, 2015** via:

- **U.S. Mail:** Asian Pacific American Lawyers Association of New Jersey, c/o Jhanice V. Domingo, Esq., Einhorn Harris Ascher Barbarito & Frost, P.C., 165 E. Main Street, Denville, NJ 07834-3010
- **Facsimile:** Jhanice V. Domingo, Esq. at (973) 627-2858
- **E-mail:** Send PDF attachment of completed ballot to apalanjinfo@gmail.com

Proxies will help provide the necessary quorum and assure your representation at the General Meeting. Filing a proxy now will not prevent you from voting in person at the General Meeting if you so desire.

MEMBERSHIP RENEWAL

Annual membership in APALA-NJ runs on a calendar-year basis, expiring on December 31st. Your membership renewal is vitally important to continue the organization's mission to:

- Promote and support a positive image of Asian/Pacific Americans;
- Educate members and the community about issues of critical concern to Asian/Pacific Americans;
- Support the entrance and advancement of Asian/Pacific Americans into and within the legal profession;
- Provide opportunities for members to network with others in the Asian/Pacific American legal community; and
- Encourage members to communicate with New Jersey's Asian/Pacific American community.

Please take this opportunity to renew your membership now by visiting the organization's website at www.apalanj.org. The membership categories are:

General Member: (i) (A) admitted to practice as a lawyer in, and be in good standing with, the State of New Jersey, and (B) employed or domiciled within the State of New Jersey ("Attorney Member"); or (ii)



be admitted to practice as a lawyer and be in good standing in any State (other than New Jersey) or territory of the United States, or the District of Columbia.

Student Member: (i) a law student in good standing at a law school in the United States or its territories; or (ii) a law school graduate who is within twelve months following graduation from law school and who is not admitted to practice in any state or territory of the United States, or District of Columbia.

Associate Member: Any non-attorney who supports the goals and objectives of the Corporation may become an Associate Member.

To be eligible to vote at the General Meeting on February 12, 2015, you must sign up/renew your membership **no later than January 31, 2015**. More details are available on APALA-NJ's website. Thank you for being a member of APALA-NJ.

PROXY

I, _____, a General Member in good standing of the Asian Pacific American Lawyers Association of New Jersey, Inc. ("APALA-NJ"), hereby constitute and appoint Jhanice V. Domingo, Esq. or, in her absence, _____, as my proxy to attend the General Meeting of the members of APALA-NJ to be held on February 12, 2015 or at any continuation or adjournment thereof, with full power to vote and act for me in my name to the same extent as if I were personally present. I hereby instruct my proxy to vote as specified below:

Voting for the adoption of the amended and restated By-laws of APALA-NJ, which were duly approved and recommended by the Board, as set forth at www.apalanj.org.

_____ Yes _____ No

The purpose of amending and restating APALA-NJ's By-laws is to modernize and streamline the document to reflect current best governance practices (the by-laws having last been amended in October 1998, with minor amendments in December 2013), guided by the twin goals of (a) codifying the actual, evolved governance practices of the organization over time; and (b) infusing the by-laws with maximum flexibility to allow the organization to grow and adapt.

Aside from minor, technical and nit changes (e.g., grammar fixes, deleting redundant or conflicting provisions, changing time limitations in "days" to "weeks" or "months," etc.), below is a brief summary of some of the main changes from the existing 1998 version (section numbers refer to the proposed amended and restated version):

Sec.	Revision as Compared Against Current By-Laws
1.2	Defining the organization’s address in conformity with its Broad Street location in Newark.
2.2	Defining the organization’s membership classes in conformity with the amendment that was passed by the membership in December 2013, allowing attorneys admitted to practice in New Jersey but who do not live or work in New Jersey to become a general member, and clarifying that voting general members should either live or work in New Jersey.
2.3	Eliminating the pro rata dues requirement in conformity with the amendment that was passed by the membership in December 2013.
2.5	Clarifying how special meetings of the membership are called.
2.7	Adjusting the quorum requirement to read “[t]he lesser of ten (10) General Members or a number of General Members representing ten percent (10%) of the General Members.”
2.9	Changing the proxy acceptance mechanism so that “filed with” will read “delivered to” the Secretary “at or prior to the meeting.”
3.1	Changing “Executive Board” to “Board of Directors” throughout the document.
3.6	Ensuring that quorum at a board meeting can be achieved through use of a proxy.
4.1	Providing flexibility to create one or more Vice President positions as needed (see 4.4). Deleting the two Executive Law Student Liaisons positions.
4.2	Permitting the Board to fill officer vacancies, except for the President-Elect, who must be filled by a special election.
4.3	Better delineating the duties of the officers.
Art. 5	Creating a more general Committee structure, deleting explicit references to a Public Affairs or Nominations Committee.
Art. 6	Setting forth an elections procedure that allows for the manner in which elections are currently being conducted, as well as permitting flexibility for other forms.
Art. 8	Ensuring that the indemnification, insurance, and other related matters are set forth more completely.
9.3	Defining the authorization for expenditures in conformity with the amendment that was passed by the membership in December 2013.

Dated: _____

Signature

Print Name